WHAT IF™

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WHAT IF™ THE Fantastic Four® HAD DIFFERENT SUPER-POWERS?

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ANOTHER SENSES-SHATTERING NOVEL-LENGTH ACTION EPIC DEMANDED BY YOUR LETTERS! THE FABULOUS NEW F.F.--MANDROID! BIG BRAIN! AND THE DYNAMIC, DEADLY ULTRA-WOMAN! DRAGONFLY!

ALL NEW!

RIGHT NOW, UGLY, THERE'S TWO BEN GRIMMS--

BUT, IN A MINUTE, THERE'S ONLY GONNA BE ONE!

YEAH--AND IT'LL BE ME--'CAUSE YOU'LL BE DEAD!!

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STAN LEE PRESENTS: A STUNNING SAGA OF AN ALTERNATE REALITY!

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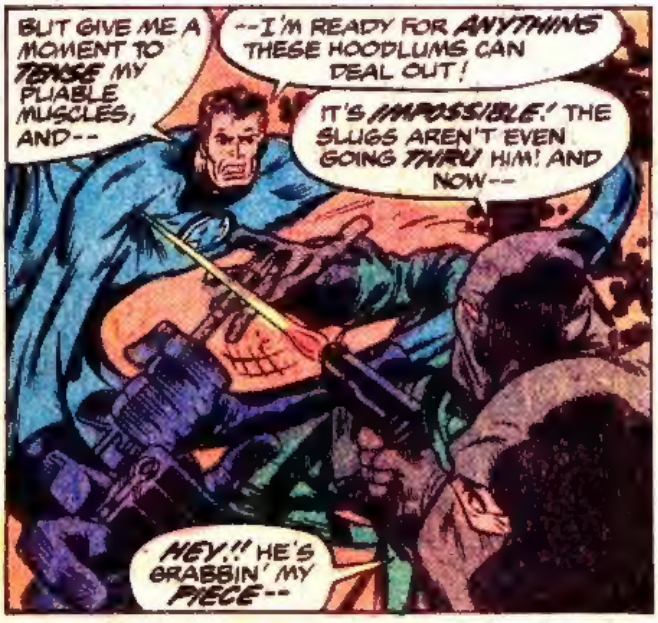
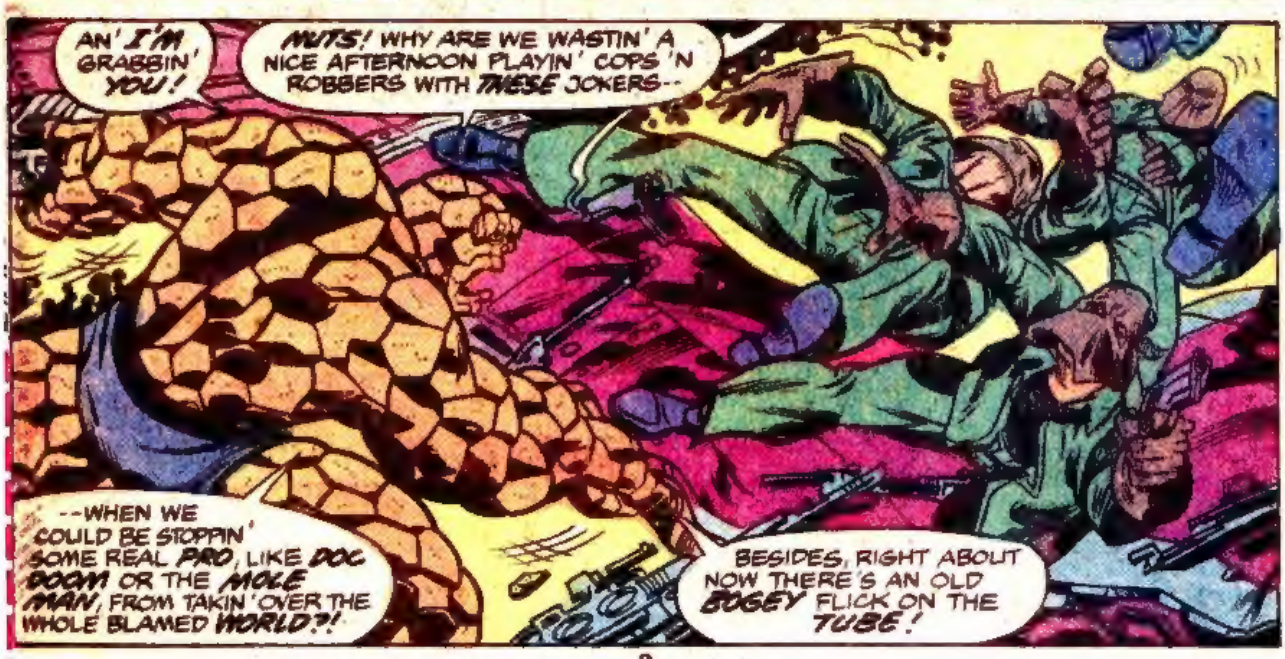
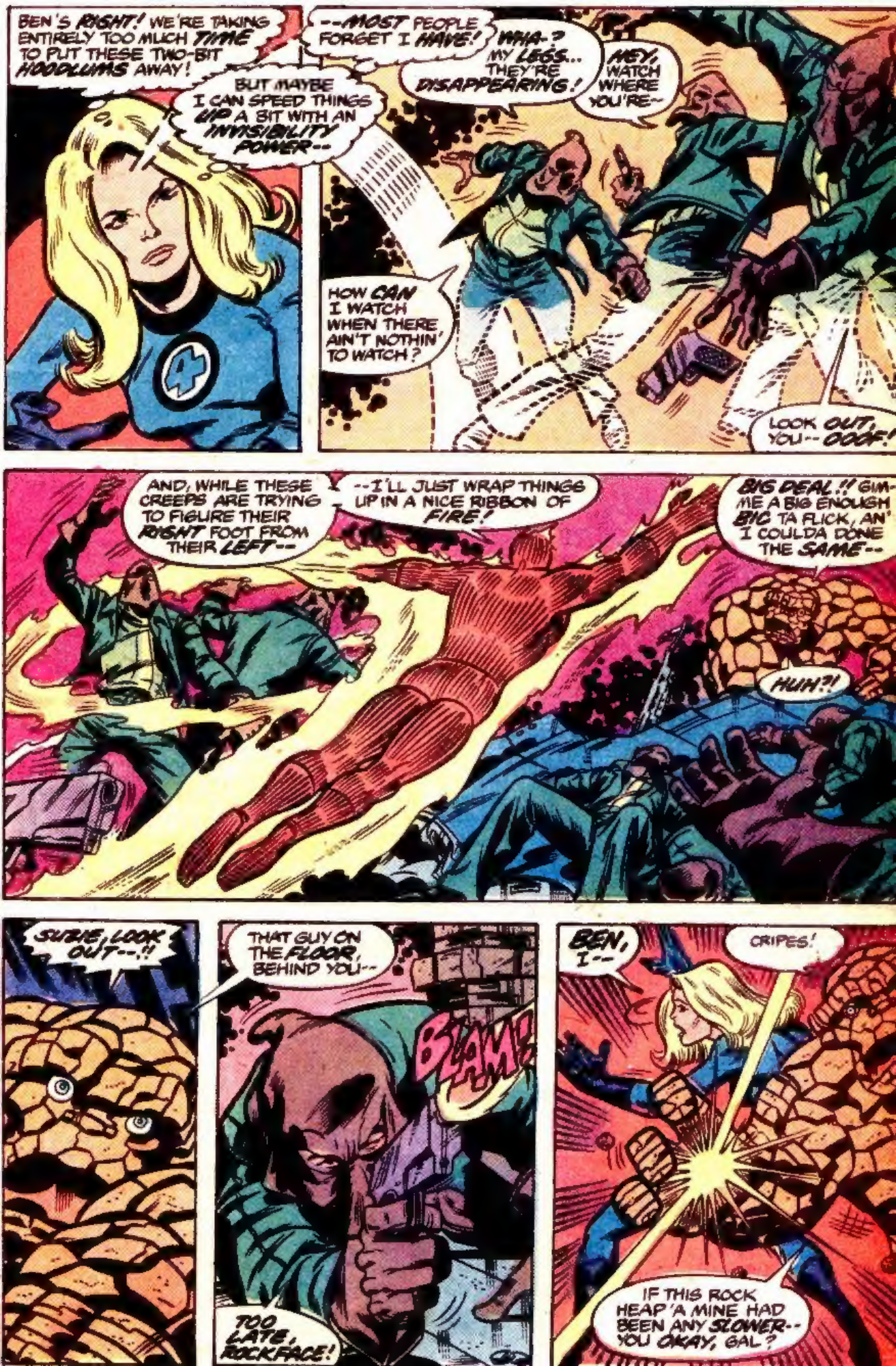
NOBODY SAID WE'D HAVE TO FIGHT THE FANTASTIC FOUR WHEN WE PLANNED THIS HEIST!
BLAM!
BLANG!
BLANG!
QUIT YAKKIN'-- AND KEEP MAKIN' WITH THE FIRE POWER!

YOU HEAR THAT, BEN?
THEY WANT TO SEE SOME FIRE POWER!
YIIIIIIIII!
YEAH, WELL, BETTER BE CAREFUL, HOT-SHOT--BEFORE SMOKEY THE BEAR SHOWS UP!

CARE-FUL, REED!
THANKS FOR THE FORCE FIELD, SUE! I WASN'T READY FOR THOSE BULLETS!
SO LANG!


BUT GIVE ME A MOMENT TO TENSE MY PLIABLE MUSCLES, AND--
--I'M READY FOR ANYTHING THESE HOODLUMS CAN DEAL OUT!
IT'S IMPOSSIBLE! THE SLUGS AREN'T EVEN GOING THRU HIM! AND NOW--
HEY!! HE'S GRABBIN' MY PIECE--


AN' I'M GRABBIN' YOU!
NUTS! WHY ARE WE WASTIN' A NICE AFTERNOON PLAYIN' COPS 'N ROBBERS WITH THESE JOKERS--
--WHEN WE COULD BE STOPPIN' SOME REAL PRO, LIKE DOC DOOM OR THE MOLE MAN, FROM TAKIN' OVER THE WHOLE BLAMED WORLD?!
BESIDES, RIGHT ABOUT NOW THERE'S AN OLD BOGEY FLICK ON THE TUBE!

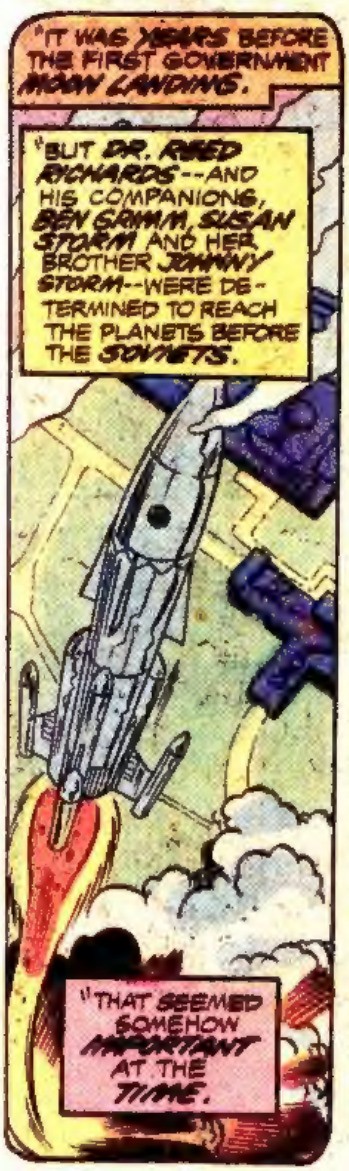

BEN'S RIGHT! WE'RE TAKING ENTIRELY TOO MUCH TIME TO PUT THESE TWO-BIT HOODLUMS AWAY!
BUT MAYBE I CAN SPEED THINGS UP A BIT WITH AN INVISIBILITY POWER--
--MOST PEOPLE FORGET I HAVE!
WHA-? MY LEGS... THEY'RE DISAPPEARING!
HEY, WATCH WHERE YOU'RE--
HOW CAN I WATCH WHEN THERE AIN'T NOTHIN' TO WATCH?
LOOK OUT, YOU-- OOOF!
AND, WHILE THESE CREEPS ARE TRYING TO FIGURE THEIR RIGHT FOOT FROM THEIR LEFT--
--I'LL JUST WRAP THINGS UP IN A NICE RIBBON OF FIRE!
BIG DEAL!! GIMME A BIG ENOUGH BIC TA FLICK, AN' I COULDA DONE THE SAME--
HUH?!
SUSIE, LOOK OUT--!!
THAT GUY ON THE FLOOR, BEHIND YOU--
BLAM
TOO LATE, ROCKFACE!
BEN, I--
CRIPES!
IF THIS ROCK HEAP 'A MINE HAD BEEN ANY SLOWER-- YOU OKAY, GAL?

I'M FINE, BEN-- THANKS TO YOU!
THAT'S ALL I WANTED TO HEAR--'CAUSE NOW THAT YOU'RE SAFE, I GONNA MURDALIZE THAT BUM!
BEN! NO!
YOU GONNA TRY STOPPIN' ME, STRETCHO?
MAYBE NOT DIRECTLY, BUT--
WH-WHAT ARE YOU GONNA DO TO ME?
TRY SAVING A LIFE THAT DOESN'T DESERVE SAVING!
RICHARDS! PUT ME DOWN!
KEEP WIGGLIN' LIKE THAT CRUMB-BUM, SO'S REED'LL HAVE A HARDER TIME HOLDIN' YA--
--MAKIN' IT EASIER FER ME TO GET MY MITTS ON YA!
'CAUSE Y'KNOW WHAT TIME IT IS?
NAWWW!!
WAK!
WHY WASTE MY PATENTED LINE ON A LOWLIFE LIKE YOU?
YA GOTTA BE SATISFIED WITH... "IT'S PUNCH-PULLIN' TIME!"
WHEW! GUESS I BLEW MY TOP THERE FER A MINUTE, BIG BRAIN! BUT WHEN THAT GUY TRIED TO SHOOT OUR SUZIE DARLIN'--
I UNDERSTAND, BEN! SOMETIMES WE DO GET CARRIED AWAY... AND FORGET HOW DANGEROUS OUR POWERS CAN BE AGAINST ORDINARY, NON-SUPER-POWERED ADVERSARIES!
BUT THINK OF WHAT WOULD'VE HAPPENED IF WE'D MET THESE CHARACTERS WITHOUT OUR SUPER-POWERS!
I KNOW WHAT YOU MEAN, SIS! I'VE GOTTEN REAL COMFORTABLE ABOUT HAVING THESE FLAME-POWERS OF MINE!
BUT Y'KNOW SOMETHING? SOMETIMES I STILL WONDER ABOUT OUR POWERS--
LIKE, WHY THOSE COSMIC RAYS AFFECTED EACH ONE OF US IN A DIFFERENT WAY...
AND WHAT MIGHT'VE GONE DOWN IF... SOMEHOW... WE'D ALL HAVE GOTTEN DIFFERENT POWERS ALTOGETHER!

INDEED, THE YOUTHFUL JOHNNY STORM POSES VALID QUESTIONS!
AND THERE ARE ANSWERS--
--THOUGH THESE ANSWERS MAY REMAIN FOREVER UNKNOWN TO THE FANTASTIC FOUR!

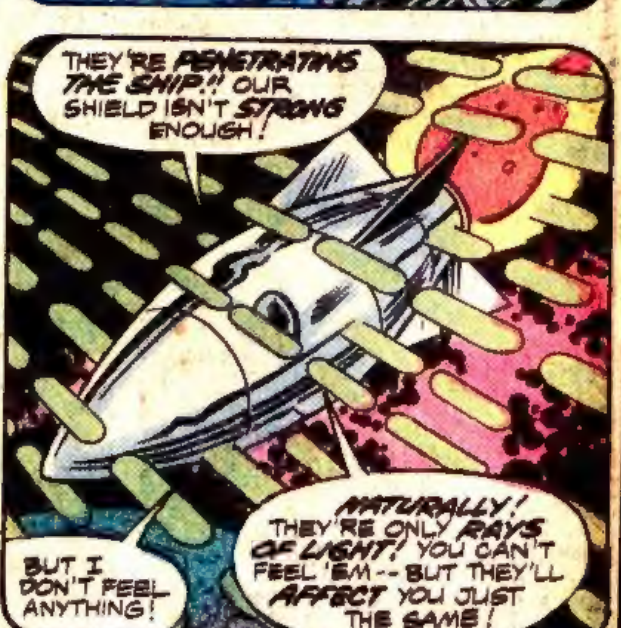
WHAT WOULD HAVE BEEN THE RESULT OF THE FANTASTIC FOUR ACQUIRING OTHER SPECIAL POWERS?
BEFORE ANSWERING THAT QUESTION, WE MUST FIRST EXAMINE THE ORIGIN OF THE GROUP AS THEY ARE--

--AND RETURN TO A NIGHT SOME YEARS AGO, AT A SPACE-PORT ON THE OUTSKIRTS OF CENTRAL CITY...
NO TIME TO WAIT FOR OFFICIAL CLEARANCE!
CONDITIONS ARE RIGHT TONIGHT! LET'S GO!


"IT WAS YEARS BEFORE THE FIRST GOVERNMENT MOON LANDING.
"BUT DR. REED RICHARDS--AND HIS COMPANIONS, BEN GRIMM, SUSAN STORM AND HER BROTHER JOHNNY STORM--WERE DETERMINED TO REACH THE PLANETS BEFORE THE SOVIETS.
"THAT SEEMED SOMEHOW IMPORTANT AT THE TIME.

SHE'S BEHAVING LIKE A BABY! EVERYTHING IS PERFECT!
YEAH, EXCEPT THE COSMIC RAYS! NO ONE KNOWS WHAT THEY'LL DO!
"BENJAMIN GRIMM HAD GOOD REASON TO WORRY. FOR, AS RICHARDS' SPACECRAFT REACHED THE COSMIC STORM AREA...

PAK TAC TAC
HEAR THAT?? IT'S THE COSMIC RAYS!! I--I WARNED YOU ABOUT 'EM!!


THEY'RE PENETRATING THE SHIP!! OUR SHIELD ISN'T STRONG ENOUGH!
BUT I DON'T FEEL ANYTHING!
NATURALLY! THEY'RE ONLY RAYS OF LIGHT! YOU CAN'T FEEL 'EM--BUT THEY'LL AFFECT YOU JUST THE SAME!

MY HEAD!! IT-- IT'S POUNDING AS THOUGH IT'S ABOUT TO BURST!!

BEN WAS RIGHT!! WE SHOULD HAVE WAITED... SHOULD HAVE GOTTEN HEAVIER SHIELDING!

"AND, AS THE COSMIC RAYS CONTINUED TO BOMBARD THEIR BODIES, THE COURAGEOUS FOUR-SOME KNEW THAT THEY WOULD NEVER BE THE SAME!

MY BODY FEELS HOT-- LIKE IT'S ON FIRE!! I-I FEEL LIKE I'M BURNING UP!!

UGH!! LISTEN TO ME...

SOMEBODY ELSE TAKE THE CONTROLS... I CAN'T HANDLE THE SHIP ANYMORE! MY-- MY ARMS ARE HEAVY--

--TOO HEAVY-- CAN'T MOVE-- TOO HEAVY-- GOT TO LIE DOWN-- CAN'T MOVE!!

BEN!

"FORTUNATELY, RICHARDS HAD INSTALLED AN AUTOMATIC PILOT INTO HIS SPACECRAFT--

"-- WHICH, HOWEVER ROUGHLY, RETURNED THE SHIP SAFELY TO EARTH.

I-I'M GRATEFUL WE'RE ALL ALIVE!! IT WAS MIGHTY CLOSE!

BUT, REED... WE FAILED!! AFTER ALL YOUR WORK... YOUR DEDICATION... WE FAILED!

BAH! WHAT'D YOU EXPECT?

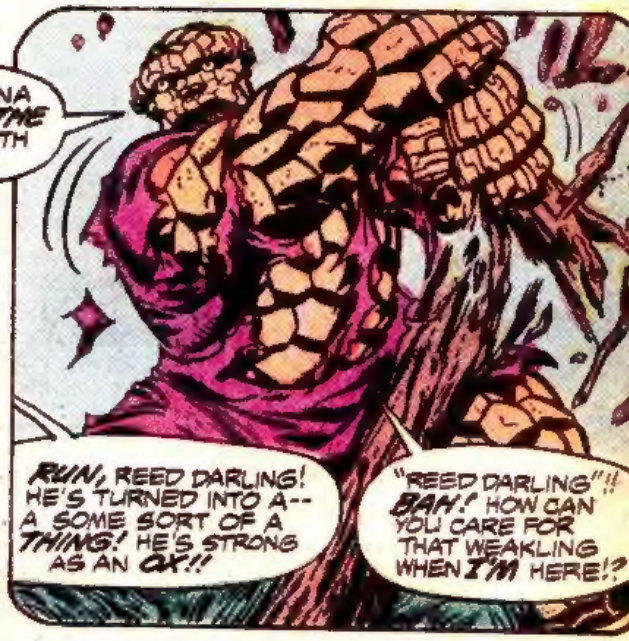
OH, REED... I FEEL SO STRANGE!
SUSAN! LOOK AT SUSAN!!
WHAT'S WRONG?
YOU'RE GASP FADING AWAY!!
OH, NO!! NO!!

SOMEHOW THE COSMIC RAYS HAVE ALTERED YOUR ATOMIC STRUCTURE... MAKING YOU GROW INVISIBLE!
HOW... HOW LONG WILL IT LAST?
THERE'S NO WAY OF KNOWING!!

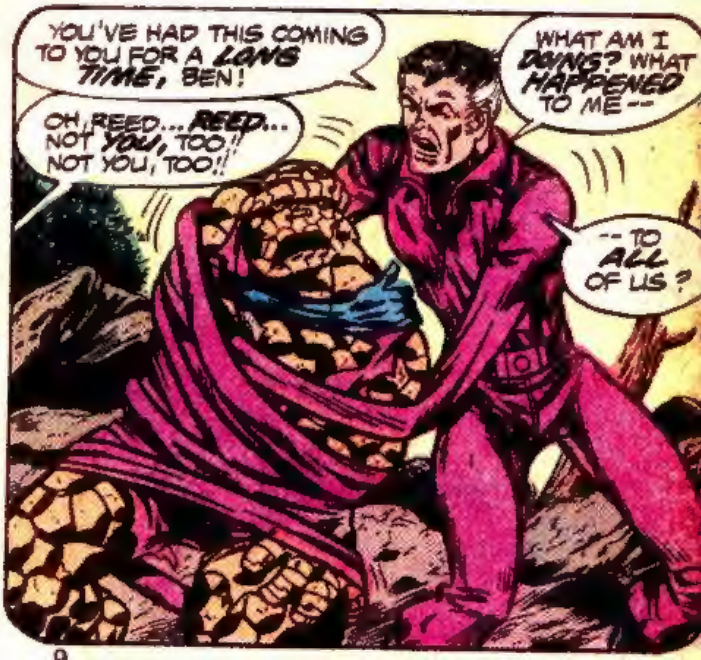
"THEN, AFTER SUSAN STORM MYSTERIOUSLY RETURNED TO VISIBILITY...
THANK HEAVENS!! YOU'RE ALL RIGHT, MY DARLING!
ALL RIGHT, EH? HOW DO YOU KNOW, WISE GUY? HOW DO YOU KNOW SHE WON'T TURN INVISIBLE AGAIN?
HOW DO YOU KNOW WHAT'LL HAPPEN TO THE REST OF US?

BEN, STOP! WAIT!! LOOK WHAT'S HAPPENING TO YOU! YOU'RE-- CHANGING!

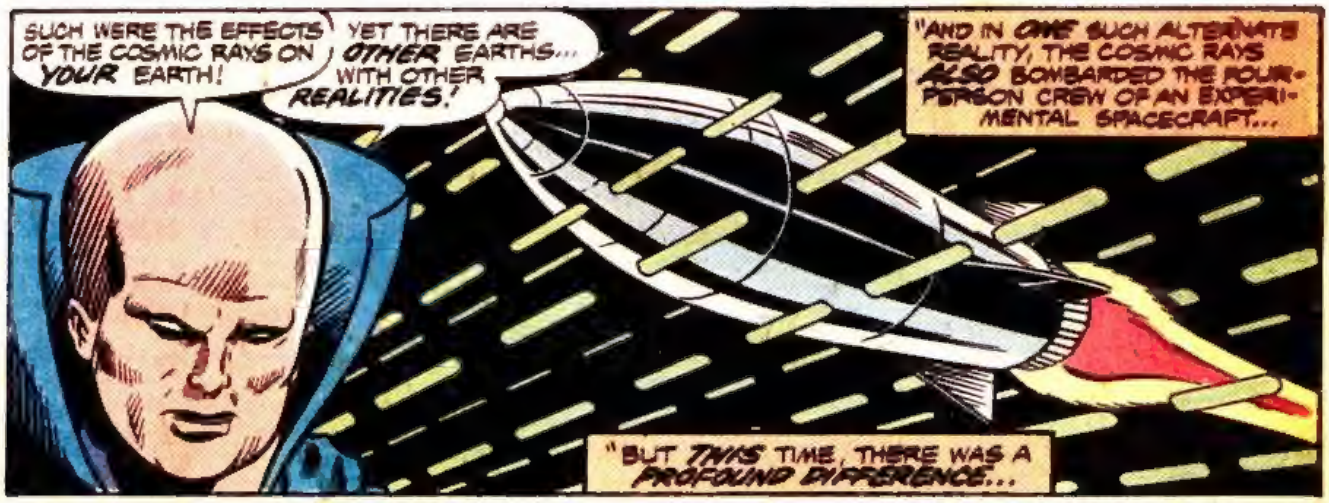
DON'T TRY TO TALK YOUR WAY OUT OF IT, MISTER!
I'M GONNA MOP UP THE PLACE WITH YOU!

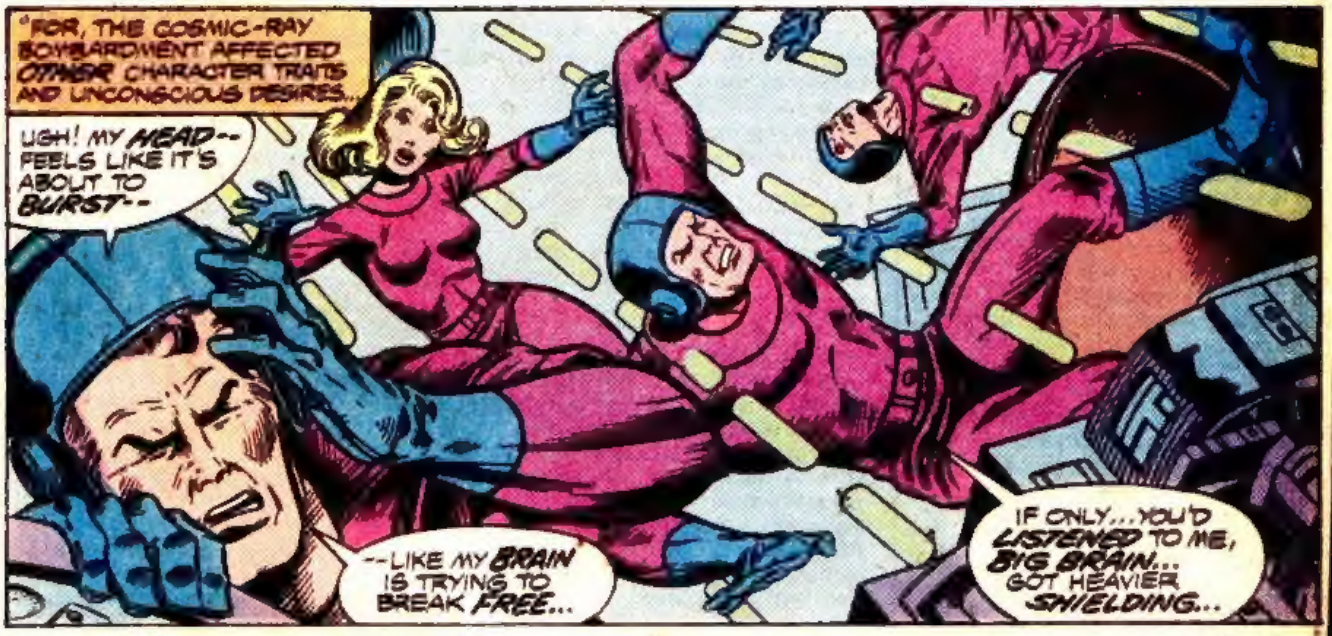

RUN, REED DARLING! HE'S TURNED INTO A-- A SOME SORT OF A THING! HE'S STRONG AS AN OX!!
"REED DARLING"!! BAH! HOW CAN YOU CARE FOR THAT WEAKLING WHEN I'M HERE!?

I'LL PROVE TO YOU THAT YOU LOVE THE WRONG MAN, SUSAN! I'LL-- HEY! WHAT?!
NO YOU DON'T!!


YOU'VE HAD THIS COMING TO YOU FOR A LONG TIME, BEN!
OH, REED... REED... NOT YOU, TOO!! NOT YOU, TOO!!
WHAT AM I DOING? WHAT HAPPENED TO ME--
-- TO ALL OF US?

YOU'VE TURNED INTO MONSTERS... BOTH OF YOU!! IT'S THOSE RAYS! THOSE TERRIBLE COSMIC RAYS!
NOW I KNOW WHY I'VE BEEN FEELING SO WARM! LOOK AT ME!! THEY'VE AFFECTED ME, TOO! WHEN I GET EXCITED--
--I CAN FEEL MY BODY BEGIN TO BLAZE!
I'M LIGHTER THAN AIR!! I CAN FLY!!
LOOK... I CAN FLY!!
"AND UPON THAT DAY, THE FANTASTIC FOUR WAS BORN... *
YET, THE DIFFERENCES OF THEIR POWERS WERE NOT A RESULT OF MERE CHANCE. NO, FOR THE EFFECTS OF THE COSMIC RAYS HAD BEEN INFLUENCED--
--BY THE VERY UNCONSCIOUS MINDS OF THESE FANTASTIC FOUR!
* YOU CAN CORROBORATE THE WATCHER'S FACTS BY CHECKING FF #1. --ROY.
"SUSAN STORM, WHO IN THOSE DAYS REMAINED IN THE BACKGROUND... IN SHORT, WAS VIRTUALLY INVISIBLE...
"JOHNNY STORM, HOT-TEMPERED...AND WITH A NOSTALGIC FONDNESS FOR AN EARLIER HERO CALLED THE HUMAN TORCH...
"REED RICHARDS WOULD GO TO ALMOST ANY LENGTHS IN THE PURSUIT OF SCIENTIFIC TRUTH... EVEN TO THE STARS...
"AND BENJAMIN J. GRIMM REMAINED CONSISTENT WITH THE HARD, BRUTISH IMAGE HE HAD ALWAYS PRESENTED.





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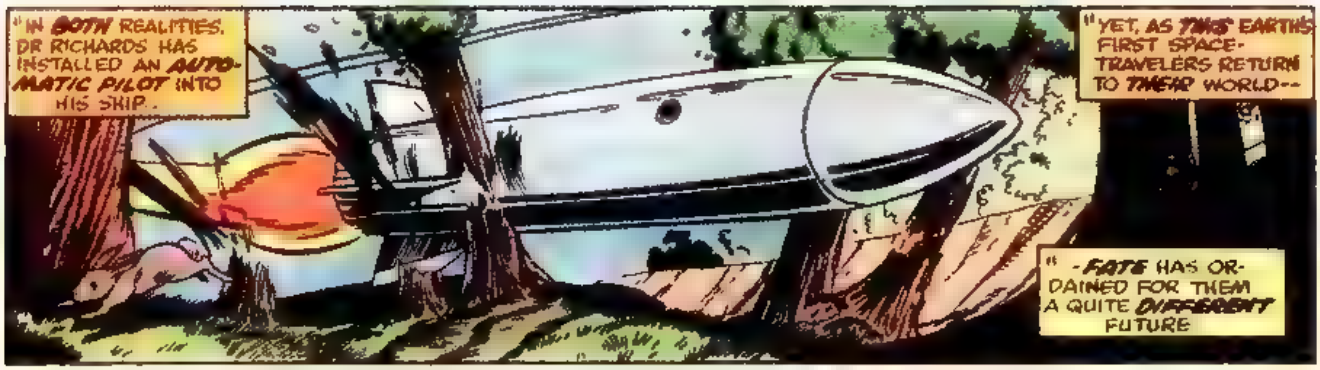
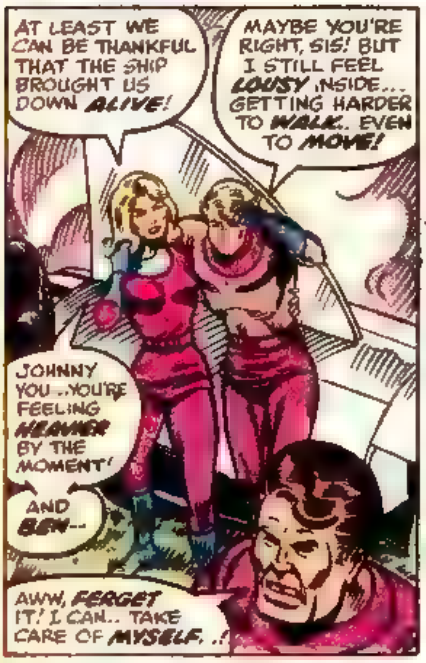
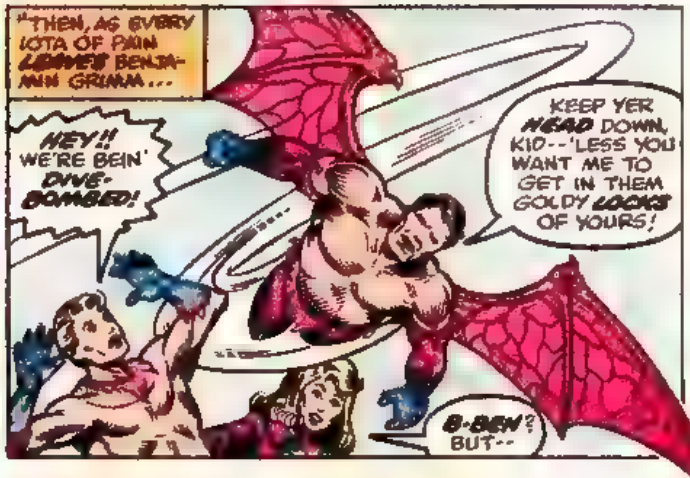

"IN BOTH REALITIES, DR RICHARDS HAS INSTALLED AN AUTOMATIC PILOT INTO HIS SKIP..
"YET, AS THIS EARTH'S FIRST SPACE-TRAVELERS RETURN TO THEIR WORLD--
"-FATE HAS ORDAINED FOR THEM A QUITE DIFFERENT FUTURE

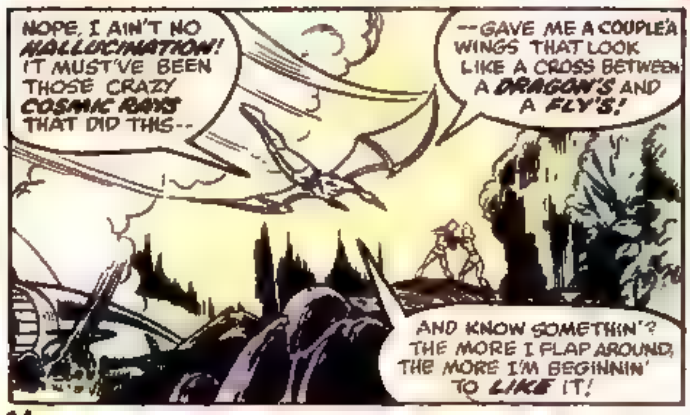

AT LEAST WE CAN BE THANKFUL THAT THE SHIP BROUGHT US DOWN ALIVE!
MAYBE YOU'RE RIGHT, SIS! BUT I STILL FEEL LOUSY INSIDE... GETTING HARDER TO WALK... EVEN TO MOVE!
JOHNNY YOU...YOU'RE FEELING HEAVIER BY THE MOMENT!
AND BEN--
AWW, FERGET IT! I CAN... TAKE CARE OF MYSELF...!

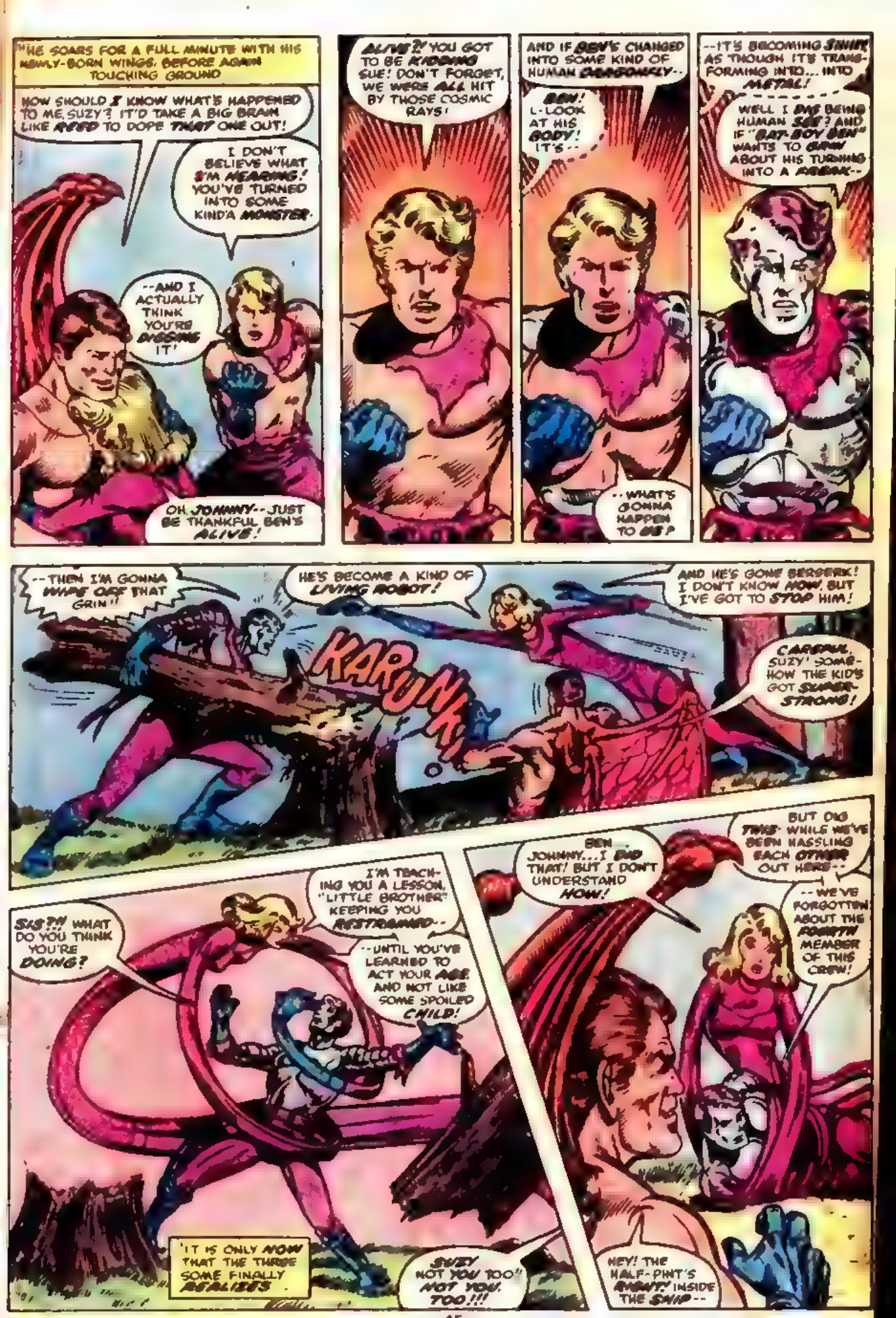
"FOR THE MOMENT, AT LEAST, THEY BELIEVE BENJAMIN GRIMM...LONG ENOUGH FOR THEM TO REALIZE...
J-JOHNNY!! WHERE'S REED?
HUH?! I DON'T KNOW, SIS! I THOUGHT HE WAS RIGHT BEHIND US!
THAT'S IT... DON'T LOOK AT ME!

CAN'T HAVE THEM TWO THINKIN' THAT BLUE-EYED BEN...IS SOME KINDA SISSY...THAT I CAN'T TAKE IT...
B-BUT... MY BACK... THE PAIN--

"YET, AS THE PAIN IN GRIMM'S BACK REACHES ITS TERRIBLE CLIMAX-
YAARRGH!! SOMETHIN'S HAPPENIN' TO ME--AND IF I DIDN'T KNOW BETTER, I'D BET A SAWBUCK
-THAT I'M GROWIN' SOME KINDA COCKAMAMEY WINGS!


"THEN, AS EVERY IOTA OF PAIN LEAVES BENJAMIN GRIMM...
HEY!! WE'RE BEIN' DIVE-BOMBED!
KEEP YER HEAD DOWN, KID--'LESS YOU WANT ME TO GET IN THEM GOLDY LOCKS OF YOURS!
B-BEN? BUT--

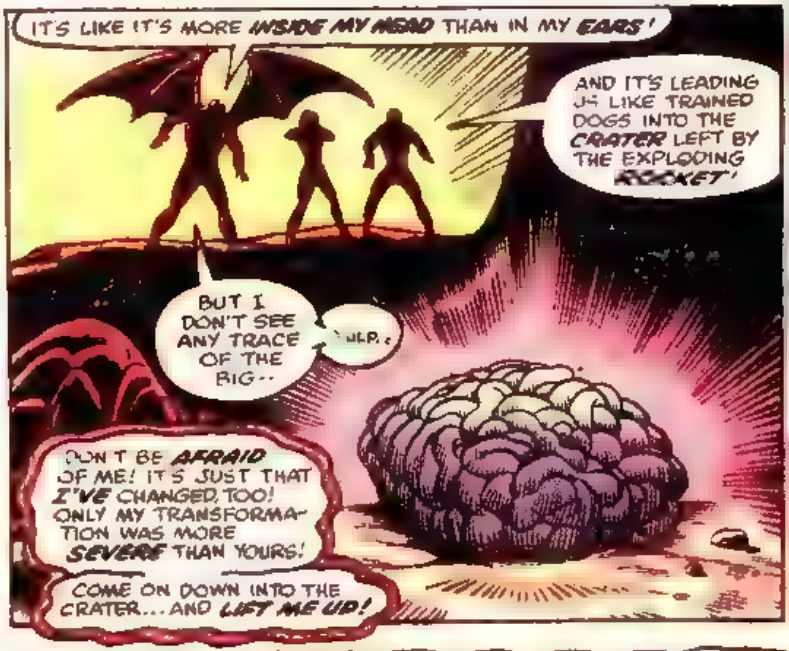

NOPE, I AIN'T NO HALLUCINATION! IT MUST'VE BEEN THOSE CRAZY COSMIC RAYS THAT DID THIS--
--GAVE ME A COUPLE'A WINGS THAT LOOK LIKE A CROSS BETWEEN A DRAGON'S AND A FLY'S!
AND KNOW SOMETHIN'? THE MORE I FLAP AROUND, THE MORE I'M BEGINNIN' TO LIKE IT!

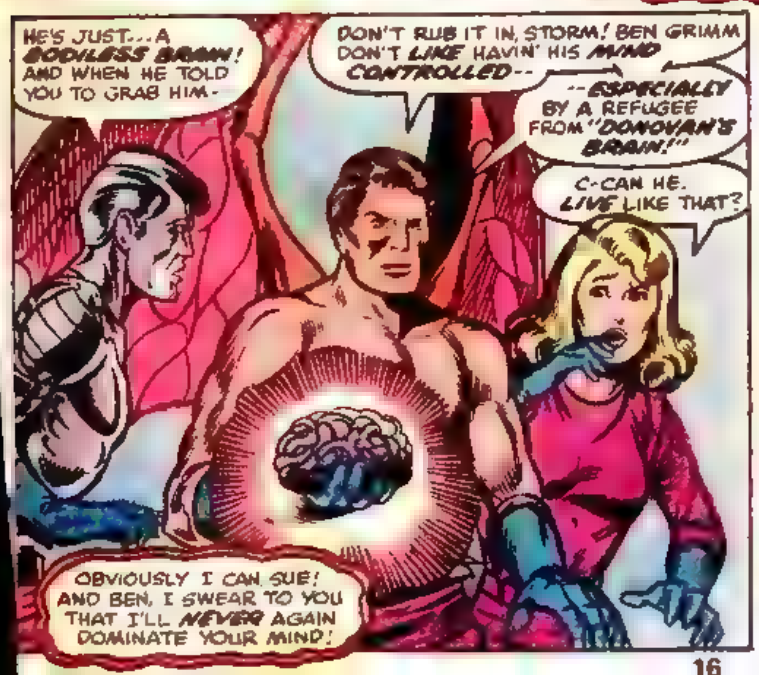

HE SOARS FOR A FULL MINUTE WITH HIS NEWLY-BORN WINGS, BEFORE AGAIN TOUCHING GROUND
HOW SHOULD I KNOW WHAT'S HAPPENED TO ME, SUZY? IT'D TAKE A BIG BRAIN LIKE REED TO DOPE THAT ONE OUT!
I DON'T BELIEVE WHAT I'M HEARING! YOU'VE TURNED INTO SOME KIND'A MONSTER.
--AND I ACTUALLY THINK YOU'RE DOSING IT!
OH, JOHNNY--JUST BE THANKFUL BEN'S ALIVE!
ALIVE?! YOU GOT TO BE KIDDING SUE! DON'T FORGET, WE WERE ALL HIT BY THOSE COSMIC RAYS!
AND IF BEN'S CHANGED INTO SOME KIND OF HUMAN CHAMPOMELY--
BEN! L-LOOK AT HIS BODY! IT'S--
--WHAT'S GONNA HAPPEN TO US?
--IT'S BECOMING SHINY AS THOUGH IT'S TRANSFORMING INTO... INTO METAL!
WELL I DIG BEING HUMAN SEE? AND IF "BAT-BOY BEN" WANTS TO GRIPE ABOUT HIS TURNING INTO A ROBOT--
--THEN I'M GONNA WIPE OFF THAT GRIN!!
HE'S BECOME A KIND OF LIVING ROBOT!
KARUNK
AND HE'S GONE BERSERK! I DON'T KNOW HOW, BUT I'VE GOT TO STOP HIM!
CAREFUL, SUZY! SOMEHOW THE KID'S GOT SUPER-STRONG!
SUS?!! WHAT DO YOU THINK YOU'RE DOING?
I'M TEACHING YOU A LESSON, "LITTLE BROTHER" KEEPING YOU RESTRAINED--
--UNTIL YOU'VE LEARNED TO ACT YOUR AGE AND NOT LIKE SOME SPOILED CHILD!
"IT IS ONLY NOW THAT THE THREE SOME FINALLY REALIZES
SUZY NOT YOU TOO! NOT YOU, TOO!!!
BEN... JOHNNY... I DID THAT! BUT I DON'T UNDERSTAND HOW!
BUT DIG THIS: WHILE WE'VE BEEN HASSLING EACH OTHER OUT HERE--
--WE'VE FORGOTTEN ABOUT THE FOURTH MEMBER OF THIS CREW!
HEY! THE HALF-PINT'S RIGHT! INSIDE THE SHIP--

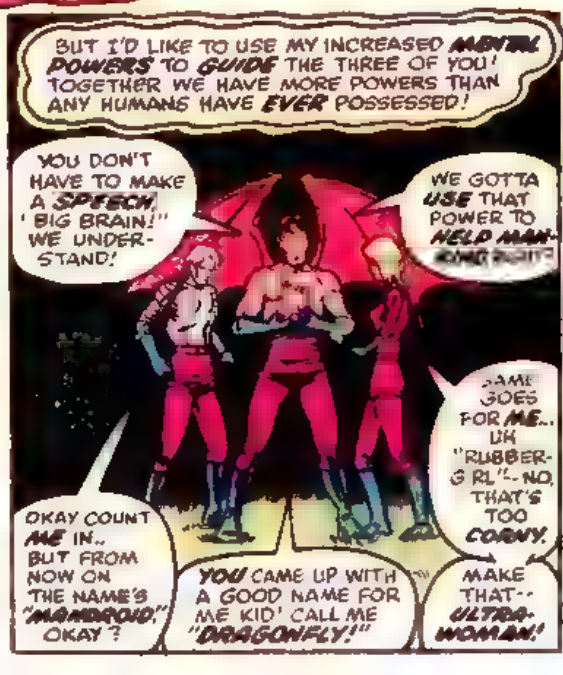
KRA-BOOM!
REED!!
WE'VE GOT TO SAVE HIM... USE THESE FANTASTIC POWERS OF OURS TO--

DON'T WANNA BREAK THAT HEART'A YOURS ANY MORE, SUE... BUT NOBODY COULD LIVE THROUGH A BLAST LIKE THAT!
BEN'S RIGHT SIS!
NO, I WON'T BELIEVE REED'S GONE! I WON'T!!

I TELL YA, SUZY, I SEEN A LOT OF WRECKS IN MY TIME! AND NOBODY, NOT EVEN REED--
HOW ABOUT A PERSON WHO'S BEEN CHANGED BY COSMIC RAYS, BEN?
IT'S REED'S VOICE--
YEAH! BUT I'M NOT SURE I'M HEARIN' IT


IT'S LIKE IT'S MORE INSIDE MY HEAD THAN IN MY EARS!
AND IT'S LEADING US LIKE TRAINED DOGS INTO THE CRATER LEFT BY THE EXPLODING ROCKET!
BUT I DON'T SEE ANY TRACE OF THE BIG--
DON'T BE AFRAID OF ME! IT'S JUST THAT I'VE CHANGED, TOO! ONLY MY TRANSFORMATION WAS MORE SEVERE THAN YOURS!
COME ON DOWN INTO THE CRATER... AND LIFT ME UP!


HE'S JUST... A BODILESS BRAIN! AND WHEN HE TOLD YOU TO GRAB HIM-
DON'T RUB IT IN, STORM! BEN GRIMM DON'T LIKE HAVIN' HIS MIND CONTROLLED--
--ESPECIALLY BY A REFUGEE FROM "DONOVAN'S BRAIN!"
C-CAN HE. LIVE LIKE THAT?
OBVIOUSLY I CAN, SUE! AND BEN, I SWEAR TO YOU THAT I'LL NEVER AGAIN DOMINATE YOUR MIND!


BUT I'D LIKE TO USE MY INCREASED MENTAL POWERS TO GUIDE THE THREE OF YOU! TOGETHER WE HAVE MORE POWERS THAN ANY HUMANS HAVE EVER POSSESSED!
YOU DON'T HAVE TO MAKE A SPEECH, 'BIG BRAIN!' WE UNDERSTAND!
WE GOTTA USE THAT POWER TO HELP MANKIND RIGHT!
SAME GOES FOR ME... UH "RUBBER-GIRL"-NO, THAT'S TOO CORNY.
OKAY COUNT ME IN.. BUT FROM NOW ON THE NAME'S "MANDROID," OKAY?
YOU CAME UP WITH A GOOD NAME FOR ME KID' CALL ME "DRAGONFLY!"
MAKE THAT-- ULTRA-WOMAN!

"NOT SURPRISINGLY, THIS SUPER-POWERED QUARTET CALL THEMSELVES, COLLECTIVELY THE FANTASTIC FOUR. IT SIMPLY SOUNDS RIGHT AND THEY HAVE AN ALL-TOO-HUMAN WEAKNESS FOR ALLITERATION.
AS TO THEIR BIZARRE POWERS PERHAPS YOU HAVE ALREADY GUESSED WHY THE COSMIC RAYS HAD AFFECTED THEM THUSLY.
REED RICHARDS IS THE MOST OBVIOUS HIS INTELLECT HAVING GAINED HIM FAME AS ONE OF THE WORLD'S GREATEST MINDS.
BENJAMIN J. GRIMM HAS ALWAYS LOVED TO FLY AND NOW HE HAS THE ABILITY TO DO SO UNDER HIS OWN POWER.
SUSAN STORM'S PLIABLE PERSONALITY HAS ENABLED HER TO ADAPT TO, MOLD HERSELF TO FIT IN WITH HER MORE DOMINATING FRIENDS.
AND JOHNNY STORM'S FASCINATION WITH AND KNOWLEDGE OF THINGS MECHANICAL HAD SOMEHOW CONVERTED HIM INTO A METALLIC LIVING ROBOT.
GUIDED BY THEIR MENTOR, THE BIG BRAIN, DRAGONFLY, ULTRA-WOMAN AND MANDROID BATTLE THE EVER-INCREASING NUMBER OF MONSTERS THREATENING THEIR EARTH.
"...A WORLD NOW PROTECTED BY THE FANTASTIC FOUR!

"SOMETIME LATER, LONG AFTER CLOSING TIME IN THE BROODING HALLS OF NEW YORK'S NATURAL HISTORY MUSEUM

I STILL FEEL UNEASY - HAVING TO FOLLOW THAT AROUND!

QUIET! YOU WANT SOMEBODY TO HEAR US?

HALL 38

AWW WHOS GONNA HEAR US IN HERE? A MOMMY OR A COUPLE A SHRUNKEN HEADS?

SILENCE! ALL OF YOU!!

OUR MISSION HERE IS TO RETRIEVE THAT WHICH WAITS BENEATH THIS CASE OF GLASS--

BLACKBEARD'S TREASURE

THE FABLED TREASURE OF THE NEAR-LEGENDARY BUCCANEER, BLACKBEARD THE PIRATE!

AND NOW THAT WE HAVE SECURED SAID TREASURE, WE RETURN TO THE MASTER-- AS WE WERE COMMANDED!

DO TELL?

HEY GRUESOME - WHERE'D THAT VOICE COME FROM! I DON'T SEE ANYBODY HERE BUT US!

THAT'S 'CAUSE YOU'RE LOOKIN' IN THE WRONG PLACE CRUD!

BLACKBEARD'S JUNK JEWELRY'S GOIN' UP - COURTESY OF THE EVER-LOVIN' BLUE-EYED DEADONEY!

OOOF! HITTIN' THOSE BONY KNOBS SURE SMARTS! WISH I HAD ME SOME A JOHNNY'S SUPER-STRENGTH RIGHT ABOUT NOW!

GRRRRRRRRR!

HEY, WHAT IN--?!

OUR PIECES--

IT'S JUST ULTRA-WOMAN DOING HER PART FOR GUN CONTROL!

YEAH, LADY? WELL, YOU WON'T HOLD US WITH THAT FAR-OUT DEMON ON OUR SIDE!

THAT SO, PUNK? THEN WE'LL SEE JUST HOW TOUGH THIS SO-CALLED DEMON OF YOURS IS--

ARRRGHHH..

-ONCE HE'S TACKLED WITH THE ROBOT POWER OF JOHNNY STORM--

--THE FAMOUS HAND--

YAAAAAAAAAGO!!

DIDN'T KNOW THE CREATURE COULD MOVE SO FAST!

TOOK ME OFF GUARD!

THAT BEAM... SLOWING DOWN MY INTERNAL MECHANISMS. I CAN'T HOLD OUT MUCH LONG -

HANG IN THERE, LITTLE BUDDY! I'LL DO WHAT I CAN

WHICH SHALL BE--

UGHNNN...

--NOTHING, WINGED MORTAL!!

AGAIN THE TREASURE IS IN OUR POSSESSION! THEN LET US EXIT THIS PLACE AND RETURN TO THE MASTER!

DON'T KNOW WHO THEIR MYSTERIOUS "MASTER" IS-- BUT I DO KNOW -

--THAT WE CAN'T LET THESE CHARACTERS ESCAPE WITH THOSE PRICELESS JEWELS!

I'M NOT SUPER-STRONG, BUT MAYBE IF I CAN SWING A WIDE ENOUGH ARC, AND TAKE THIS "DEMON" OFF GUARD--

WOK!

YOUR ABILITIES ARE QUITE REMARKABLE-- FOR MORTALS! AND THOUGH I COULD DESTROY ANY OF YOU INDIVIDUALLY--

--YOU COULD VERY WELL CRUSH ME BY ATTACKING IN FULL FORCE!

WE SUPPOSED TO BE FLATTERED POINTY-EARS?

THUS, RATHER THAN RISK A DEFEAT FROM WHICH I MAY NEVER RISE AGAIN--

FER THE LUV'A AUNT PETUNIA--!

GET BACK! THE PLACE IS BLOWIN' UP!

VOOSH!

NO, JOHNNY! I THINK IT'S THE DEMON-- GOING BACK!

THE OLD "FROM WHENCE HE CAME BIT," HUH?

STILL, IT'S HARD BELIEVING THAT WAS A REAL DEMON!

WELL, AT LEAST THE CREATURE'S GONE!

AND HE DIDN'T MAKE OFF WITH BLACKBEARD'S CRACKERJACK TRINKETS!

THE MEDDLING FOOLS!!

CONTINUED AFTER NEXT PAGE

"ALAS, SOME ELEMENTS OF THIS EARTH AND YOUR OWN SEEM TO HAVE DEVELOPED ALONG VIRTUALLY IDENTICAL PATHS

NOT FOR A FULL YEAR WILL THE HEAVENS BE SO ALIGNED, THAT I CAN CONJURE UP SO OBEDIENT A DEMON FROM THE NETHER REALM--

--AND I DO NOT PLAN TO WAIT FOR ANOTHER YEAR!

CURSE THOSE THREE WHOEVER THEY MIGHT BE!

TO THINK ANYONE WOULD DARE TO TRY TO KEEP THE PRICELESS TREASURE OF BLACKBEARD THE PIRATE--

--FROM DOCTOR DOOM!

STILL, THOUGH THEY MANAGED TO DELAY MY ACQUISITION OF THE TREASURE, I MUST ADMIT--

--THAT THREESOME INTRIGUES ME!

AN APPARENTLY HUMAN AUTOMATON... A WINGED MAN... AND A MALLEABLE WOMAN..

IF THEIR UNIQUE POWERS ARE STRONG ENOUGH TO DEFEAT EVEN A DEMON FROM THE NETHERWORLD--

--THEN PERHAPS IT IS THEY WHO SHALL RETRIEVE BLACKBEARD'S TREASURE FOR ME!*

* YOU GUESSED IT, BELIEVER! THIS IS AN ALTERNATE-WORLD VERSION OF THE EVENTS OF DR. DOOM'S FIRST APPEARANCE, WAY BACK IN FAN#5! -- ROY.

"DOOM, DOOM CLOSES BEHIND HIM THE DOOR, BEYOND WHICH NONE OF HIS HENCHMEN POSSESS THE COURAGE TO PASS--

BUT FIRST, I MUST KNOW MORE OF THOSE THREE STRANGELY-POWERED BEINGS--

--A TASK WHICH SHOULD BE INFANT'S PLAY FOR ONE SKILLED IN BOTH THE ARTS OF SCIENCE AND SORCERY!

"AS THE HUM OF ELECTRICAL POWER PULSES THROUGH THE LABORATORY, DR. DOOM GESTURES MAGICALLY...

"ARCANE WORDS, NOT HEARD IN CENTURIES, ISSUE FROM BEHIND THE METAL MASK. THEN...

YES, THEIR ACCURSED IMAGES BEGIN TO APPEAR! BUT WAIT--

WHAT IS THAT FOURTH IMAGE?!

IT APPEARS TO BE NOT A HUMAN FACE, BUT RATHER--

--A LIVING BRAIN!! THEN THE UNBELIEVABLE RUMORS THAT HAVE REACHED EVEN MY OWN KINGDOM OF LATVERIA ARE TRUE! THERE ACTUALLY IS--

--A FANTASTIC FOUR!!

AND BEFORE ME ARE GLIMPSES OF THEIR EARLIER ENCOUNTERS... WITH SUCH WOULD-BE WORLD-CONQUERORS--

--AS THE OVERRATED MIRACLE MAN, THE SKRULLS, THE MOLEMAN AND THAT POMPOUS PRINCE THE SUB-MARINER!*

YET, I MUST KNOW THE TRUE NATURE OF THIS OVER-SIZED BRAIN WHICH APPARENTLY GUIDES THIS GROUP!

*CHECK EARLIER ISSUES OF THE "FANTASTIC FOUR"--ROY. (UNFORTUNATELY, THESE AREN'T THE SAME ISSUES SOLD ON OUR EARTH.)

"AND, AS DR DOOM INCREASES BOTH HIS CONCENTRATION AND THE AMOUNT OF ELECTRICAL POWER...

RICHARDS!!

REED RICHARDS! YES, I SHOULD HAVE GUESSED! ONLY HIS BRAIN WAS CAPABLE OF ENGINEERING THAT TEMPORARY SET-BACK IN MY PLANS!

HOW I LOATHE HIS NAME... REED RICHARDS, WHO, IF HE HAD HELPED ME IN MY EXPERIMENT TO CONTACT THE [illegible]WORLD--*

*SEE F.F. #5. -R.T.

--THE ACCIDENT WOULD NOT HAVE HAPPENED WHICH DESTROYED MY FACE AND FORCED ME TO DON THIS ALL-CONFINING MASK!

YEARS AGO, I SWORE TO DESTROY RICHARDS... MAKE HIM SUFFER AS I HAVE SUFFERED!

AND SUFFER HE SHALL! BUT FIRST, I MAY HAVE USE OF REED RICHARDS!

PERHAPS I CAN CONTROL THAT DISEMBODIED BRAIN, MAKE USE OF ITS GREAT MENTAL TALENTS--

--TO POWER MY EXPERIMENTAL TIME MACHINE, AND SNATCH BLACKBEARD'S TREASURE FROM ANY PERIOD IN HISTORY I CHOOSE!

FLAK!

THEN, WHEN I'VE FINISHED WITH RICHARDS--!

SOON IN THE BAXTER BUILDING, THE MASS OF GRAY TISSUE THAT IS NOW REED RICHARDS SPEEDS THROUGH ITS COMPLEX OF MACHINERY...

WHAT A GOOSEND, DESIGNING THESE PNEUMATIC TUBES! THEY CERTAINLY COMPENSATE FOR MY BIZARRE "HANDICAP"!

BUT I STILL CAN'T HELP ENVYING SUE, JOHNNY AND BEN! AT LEAST THEY STILL LOOK HUMAN!

WHICH REMINDS ME, I'D BETTER CHECK UP ON THEM WITH THE VIEWSCREEN!

GOOD OLD BEN! HE ALWAYS WANTED TO BE A FLYING HERO!

NOW, IN A WEIRD WAY, HE'S GOTTEN HIS WISH!

WOW! IT'S REALLY DRAGONFLY!! IN PERSON!

HEY! I'M TOUCHIN' HIS WING AND IT'S... UH, KINDA COLD!

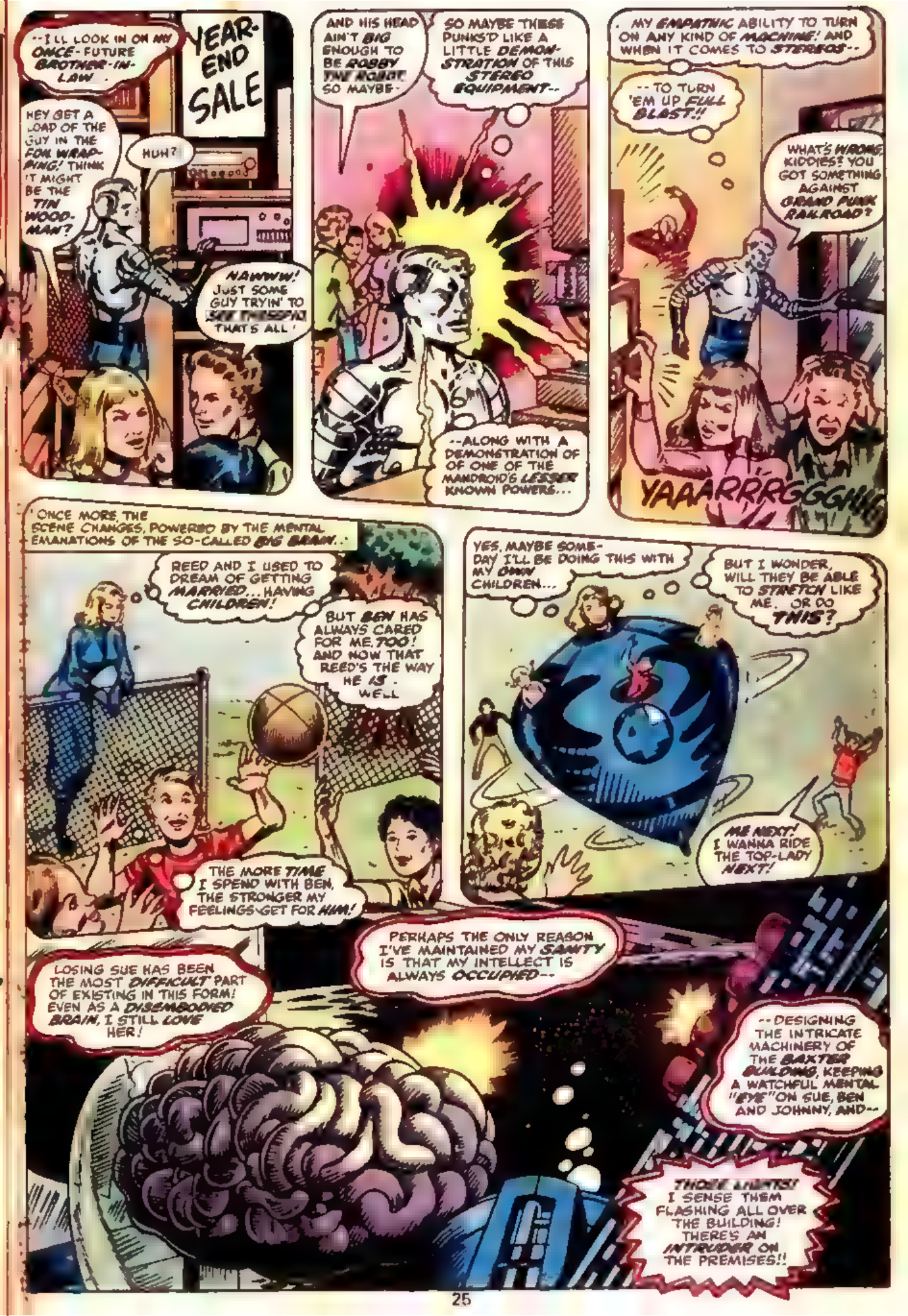
WAITA-MINNIT!! THERE'S NO HANDLIN' THE MERCHANDISE!

SMEESH!! SOMETIMES IT AIN'T EASY BEIN' THE IDOL OF MILLIONS!

NEXT THING YAH KNOW, THEY'LL BE TEARIN' AT MY BLUE LONG-JOHNS!

SKRULLS, MOLEMEN AN' SUB-MARINERS, I CAN HANDLE! BUT FANS KIN REALLY DEMOLISH YAH!

AND WHILE [illegible] FLIES OFF TO "SAFETY"--


--I'LL LOOK IN ON MY ONCE-FUTURE BROTHER-IN-LAW.
YEAR-END SALE
HEY GET A LOAD OF THE GUY IN THE FOIL WRAPPING! THINK IT MIGHT BE THE TIN WOODMAN?
HUH?
NAHWW! JUST SOME GUY TRYIN' TO SEE THE SHOW THAT'S ALL!
AND HIS HEAD AIN'T BIG ENOUGH TO BE ROBBY THE ROBOT. SO MAYBE-
SO MAYBE THESE PUNKS'D LIKE A LITTLE DEMONSTRATION OF THIS STEREO EQUIPMENT--
--ALONG WITH A DEMONSTRATION OF OF ONE OF THE MANDROID'S LESSER KNOWN POWERS...
. MY EMPATHIC ABILITY TO TURN ON ANY KIND OF MACHINE! AND WHEN IT COMES TO STEREOS--
--TO TURN 'EM UP FULL BLAST!!
WHAT'S WRONG, KIDDIES? YOU GOT SOMETHING AGAINST GRAND FUNK RAILROAD?
YAAARRRGGGHH
ONCE MORE, THE SCENE CHANGES, POWERED BY THE MENTAL EMANATIONS OF THE SO-CALLED BIG BRAIN..
REED AND I USED TO DREAM OF GETTING MARRIED... HAVING CHILDREN!
BUT BEN HAS ALWAYS CARED FOR ME, TOO! AND NOW THAT REED'S THE WAY HE IS. WELL
THE MORE TIME I SPEND WITH BEN, THE STRONGER MY FEELINGS GET FOR HIM!
YES, MAYBE SOMEDAY I'LL BE DOING THIS WITH MY OWN CHILDREN...
BUT I WONDER, WILL THEY BE ABLE TO STRETCH LIKE ME. OR DO THIS?
ME NEXT! I WANNA RIDE THE TOP-LADY NEXT!
LOSING SUE HAS BEEN THE MOST DIFFICULT PART OF EXISTING IN THIS FORM! EVEN AS A DISEMBODIED BRAIN, I STILL LOVE HER!
PERHAPS THE ONLY REASON I'VE MAINTAINED MY SANITY IS THAT MY INTELLECT IS ALWAYS OCCUPIED--
--DESIGNING THE INTRICATE MACHINERY OF THE BAXTER BUILDING, KEEPING A WATCHFUL MENTAL "EYE" ON SUE, BEN AND JOHNNY, AND--
THOSE LIGHTS! I SENSE THEM FLASHING ALL OVER THE BUILDING! THERE'S AN INTRUDER ON THE PREMISES!!

"WITH INCREDIBLE SPEED, THE BRAIN OF REED RICHARDS ZIG-ZAGS THROUGH THE COMPLEX OF PASSAGE TUBES...

I CAN SENSE THE PRESENCE OF ANOTHER MIND, WITH AN INTELLIGENCE AND CUNNING RIVALING MY OWN!

YES! I AM NEARING THE INTRUDER! THE PSYCHIC EMANATIONS FROM THE MIND ARE ASTOUNDINGLY POTENT!

"AND AS BIG BRAIN FLOATS INSIDE ONE OF THE MYRIAD PLASTIC DOMES INSTALLED WITHIN THE BUILDING...

AN ARMORED FIGURE--! BUT WHO ARE YOU? AND HOW WERE YOU ABLE TO BYPASS ALL THE SECURITY DEVICES?

LET US JUST SAY THAT I AM A DOCTOR... AND THAT I HAVE MY OWN METHODS OF GAINING ENTRANCE, REED RICHARDS!

WHAT?! YOU KNOW WHO I WAS BEFORE I BECAME THIS... THIS...?

I KNOW MANY THINGS DENIED OTHER MEN, RICHARDS... INCLUDING THE MEANS OF HELPING A GREAT MIND SUCH AS YOURSELF!

HELPING?

I AM A MASTER OF ROBOTICS, RICHARDS! IT IS NOT UNFEASIBLE FOR ME TO CREATE A HUMANOID FORM TO HOUSE YOUR MAGNIFICENT BRAIN--

--AND TO ENDOW THAT FORM WITH WHAT WE CALL LIFE!

MAKE ME INTO A KIND OF FRANKENSTEIN MONSTER? I APPRECIATE YOUR APPARENT CONCERN, "DOCTOR"..

...BUT TO BE HONEST, I'VE FRANKLY GROWN ACCUSTOMED TO MY PRESENT CONDITION...

ALMOST COME TO LIKE IT!

YOU SEE, I ALREADY [illegible] A "BODY"... THE BAXTER BUILDING ITSELF WITH EACH MECHANISM SERVING AS ONE OF MY "ORGANS"...

...EACH DEVICE RESPONDING TO MY EVERY MENTAL COMMAND, MY EVERY PSYCHIC WHIM...

THE ANTHROPOMORPHIC HOUSING YOU PROPOSE WOULD MERELY LIMIT THE FUNCTIONS OF BIG BRAIN!

IF YOU WILL FORGIVE MY BOLDNESS, RICHARDS, DO YOU NEVER LONG FOR THE SIMPLE PLEASURES OF LIFE..?

THE SUCCULENCE OF A SUPERB MEAL, THE SCENT OF A FLOWER IN BLOOM OR THE WARMTH OF A SUMMER'S SUN..?

PLEASURES NOT DENIED YOUR FRIENDS?

CONSIDER YOUR THREE FRIENDS, RICHARDS... FOR THOUGH THEY TOO HAVE BEEN ALTERED BY THE COSMIC RAYS THEY ARE STILL ALMOST HUMAN! WHILE YOU--

WHILE I AM NOW PURE MENTALITY, CAPABLE OF SOLVING SCIENTIFIC PROBLEMS THAT WOULD FOREVER HAVE BEEN DENIED THE HUMAN DR. REED RICHARDS!

BAH!! DO NOT EXPECT ME TO BELIEVE THOSE TELEPATHIC LIES, RICHARDS!

YOU MAY HAVE LOST YOUR HUMAN BODY, BUT YOU STILL RETAIN YOUR HUMAN SOUL--

--WITH ITS CAPACITY TO FEEL... TO ENVY...YES, EVEN TO LOVE!

BEHOLD, RICHARDS... THE IMAGE NOW REVEALED BY YOUR OWN MONITOR SCREEN--

--AND TELL ME AGAIN THAT YOU HAVE NO DESIRE TO ESCAPE THE CONFINES OF YOUR OWN IMPRISONMENT!

JOHNNY, SUE, AND BEN!

SURE HARD TO FIND ANY PRIVACY OUT HERE, ISN'T IT?

UH, YEAH, KID-- WITH A CROWD LIKE THAT AROUND ALL'A TIME! AN' YOU KNOW WHAT THEY SAY ABOUT CROWDS!

WHAT THEY SAY? I DON'T DIG YOU, BEN... UNLESS YOU MEAN ABOUT THREE BEING A--

HEY, YOU AIN'T SO DENSE AFTER ALL!

OH BEN!

OKAY, OKAY, I FINALLY GET THE HINT!

I'LL GO OIL MY JOINTS! ONE OF MY ELBOWS IS GETTING A LITTLE SQUEAKY!

TER BUILDING

WHY DON'T CHA GIVE YOURSELF A NICE LUBE JOB WHILE YOU'RE AT IT, PAL?!

NOW, REED RICHARDS, CAN YOU STILL HONESTLY SAY THAT YOU HAVE NO DESIRE TO EXIST AS A MAN?!

SUE.. AND BEN! LOSING THE WOMAN I LOVE HAS BEEN THE ONLY LOSS I'VE NEVER CONQUERED!

A LOSS THAT HAS BEEN GNAWING AT YOUR GRAY MATTER, HASN'T IT, RICHARDS?!

STRANGE, IS IT NOT-- THAT NOT EVEN VAST POWER SUCH AS YOURS CAN REPLACE THE LOSS OF SUSAN STORM!

STOP IT!! I CAN'T STAND IT! BUT YES IT'S TRUE WHAT YOU'RE SAYING! EVERY WORD OF IT!!

I'VE TRIED TO IMMERSE MYSELF IN MY EQUATIONS... MY INVENTIONS... BUT SUE IS ALWAYS THERE IN MY MIND MY SPIRIT.

BUT I CAN MAKE YOU WHOLE AGAIN, RICHARDS... GIVE YOU A BODY SO THAT YOU CAN WIN BACK THE WOMAN YOU LOVE!

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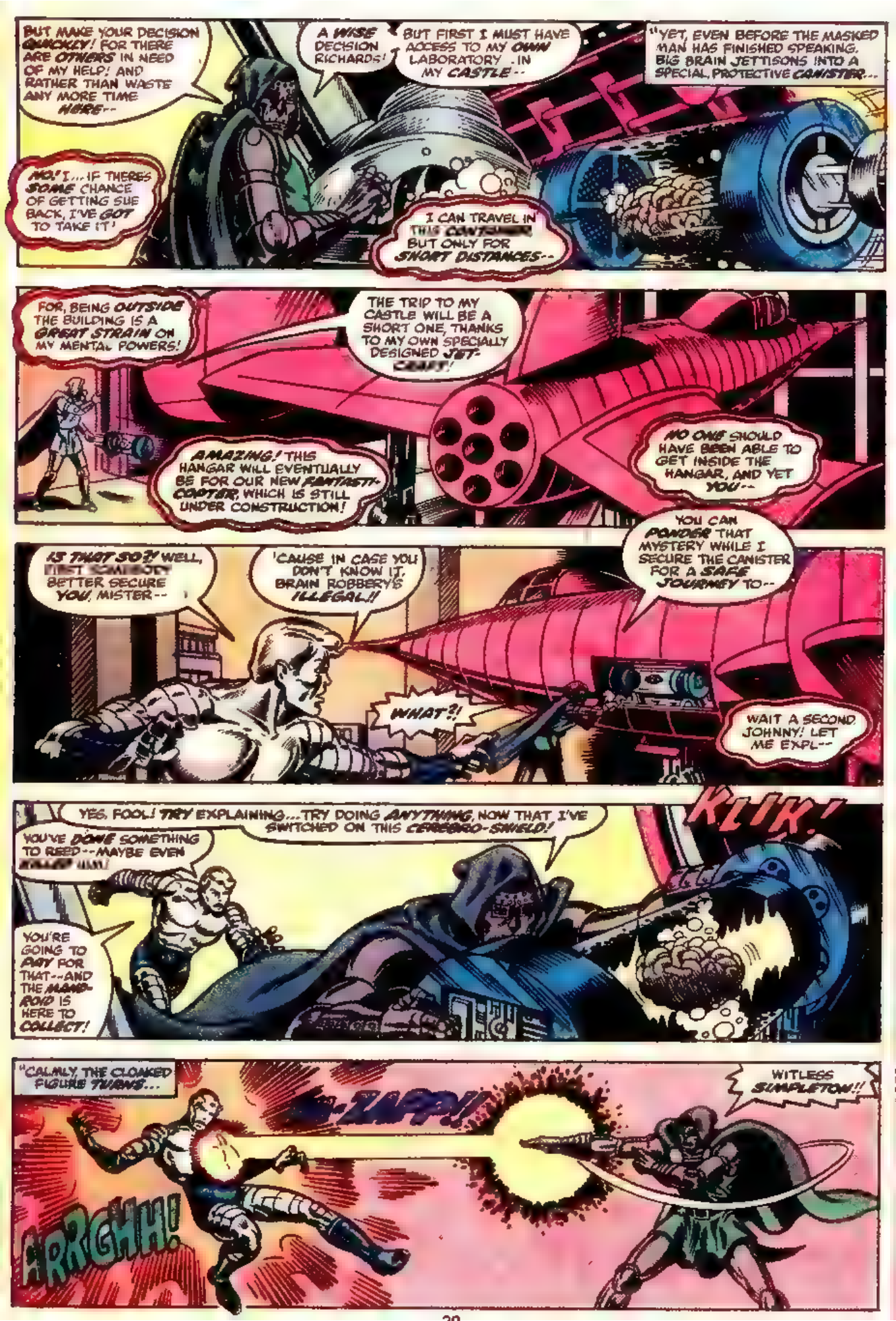
BUT MAKE YOUR DECISION QUICKLY! FOR THERE ARE OTHERS IN NEED OF MY HELP! AND RATHER THAN WASTE ANY MORE TIME HERE--
A WISE DECISION RICHARDS!
BUT FIRST I MUST HAVE ACCESS TO MY OWN LABORATORY - IN MY CASTLE--
"YET, EVEN BEFORE THE MASKED MAN HAS FINISHED SPEAKING, BIG BRAIN JETTISONS INTO A SPECIAL, PROTECTIVE CANISTER...
NO! I... IF THERE'S SOME CHANCE OF GETTING SUE BACK, I'VE GOT TO TAKE IT!
I CAN TRAVEL IN THIS CANISTER BUT ONLY FOR SHORT DISTANCES--
FOR, BEING OUTSIDE THE BUILDING IS A GREAT STRAIN ON MY MENTAL POWERS!
THE TRIP TO MY CASTLE WILL BE A SHORT ONE, THANKS TO MY OWN SPECIALLY DESIGNED JET-CRAFT!
AMAZING! THIS HANGAR WILL EVENTUALLY BE FOR OUR NEW FANTASTI-COPTER, WHICH IS STILL UNDER CONSTRUCTION!
NO ONE SHOULD HAVE BEEN ABLE TO GET INSIDE THE HANGAR, AND YET YOU--
IS THAT SO?! WELL, JUST SOMEBODY BETTER SECURE YOU, MISTER--
'CAUSE IN CASE YOU DON'T KNOW IT, BRAIN ROBBERY'S ILLEGAL!!
YOU CAN PONDER THAT MYSTERY WHILE I SECURE THE CANISTER FOR A SAFE JOURNEY TO--
WHAT?!
WAIT A SECOND, JOHNNY! LET ME EXPL--
KLIK!
YES, FOOL! TRY EXPLAINING... TRY DOING ANYTHING, NOW THAT I'VE SWITCHED ON THIS CEREBRO-SHIELD!
YOU'VE DONE SOMETHING TO REED--MAYBE EVEN KILLED HIM!
YOU'RE GOING TO PAY FOR THAT--AND THE MAND-ROID IS HERE TO COLLECT!
"CALMLY, THE CLOAKED FIGURE TURNS...
ZAPP!
WITLESS SIMPLETON!!
ARRGHH!

"TELEPATHICALLY AWARE OF HIS METALLIC FRIEND'S PLIGHT BIG BRAIN ATTEMPTS TO EXERT HIS MENTAL POWER BUT...

KER-RAK!

UGHHHN. SOME KIND OF ELECTRICAL SHIELD

CAUSING ME EXCRUCIATING PAIN. WHEN I TRY TO USE MENTAL FORCE.. I'M POWERLESS...

POWERLESS TO CONTACT OR HELP JOHNNY!

OKAY SO YOU CAUGHT ME OFF GUARD! BUT NOW NOT EVEN THAT FANCY SUIT OF ARMOR WILL STOP MY ROBOT PUNCH!

NUH?! I MISSED YOU BY A YARD BUT HIT SOMETHING!

INDEED YOUTH NOTHING SHORT OF AN ATOMIC BLAST COULD PENETRATE MY FORCE FIELD!

UNFORTUNATELY FOR YOU! MANDROIDS ARE NOT ALSO EQUIPPED WITH SUCH DEFENSES

KLANG

UGHNN

BAM KLANK!

YOU HAVE NEVER FOUGHT A FOE SUCH AS I MAVE YOU, MANDROID!!

BUT THEN FEW MEN HAVE EVER BEEN FOOLS ENOUGH TO CHALLENGE--

--VICTOR VON DOOM!!

AND NOW RICHARDS

--YOU KNOW WHOSE FACE OR WHAT REMAINS OF IT LIES HIDDEN BENEATH THIS ACCURSED MASK!

AND YOU KNOW WHY I HAVE GONE TO SUCH EXTREMES TO SET MY TRAP FOR YOU

NOW THAT YOU ARE AT YOUR MOST VULNERABLE RICHARDS, YOU WILL DEARLY PAY FOR NOT HELPING ME IN THE PAST

AND THIS TIME RICHARDS HELP ME YOU SHALL--

--THOUGH IN A WAY NOT EVEN YOUR MASSIVE BRAIN MIGHT EVER IMAGINE

BUT AS DR DOOM'S CRAFT BEGINS TO MOVE.

WEAK - CAN BARELY MOVE. HEAD SPINNING! BUT IF I CAN MUSTER ENOUGH STRENGTH--

--PULL THIS TRACER FROM MY BODY AND...

HIS ROBOT BRAIN THROBBING THE MANDROID'S EYES GO DIM

...THEN CLOSE.

AND CLOSED THEY REMAIN, UNTIL...

SUE! BEN! SOMEBODY "BRAIN-NAPPED" REED. AN ARMORED CAT CALLED HIMSELF VON DOOM AND--

WHAT? VICTOR VON DOOM?

YEAH! BUT HOW DO Y--?

I KNOW THAT CREEP!!

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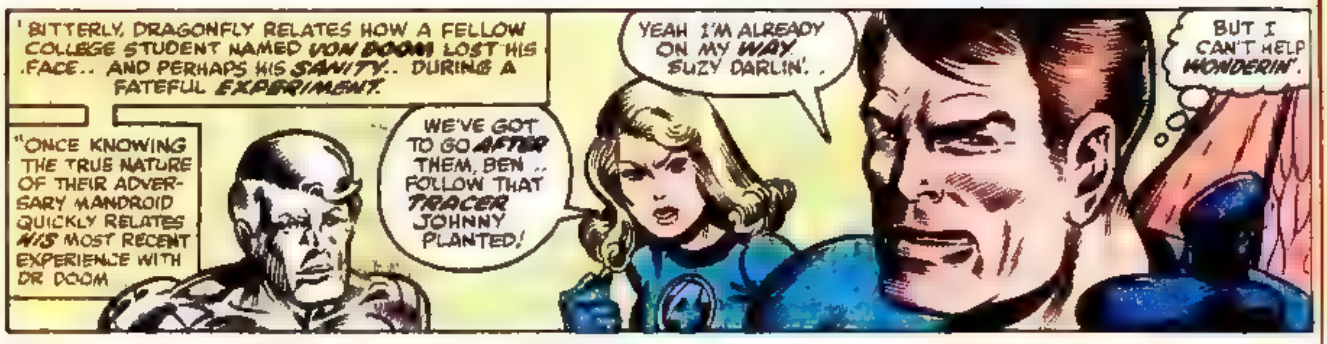
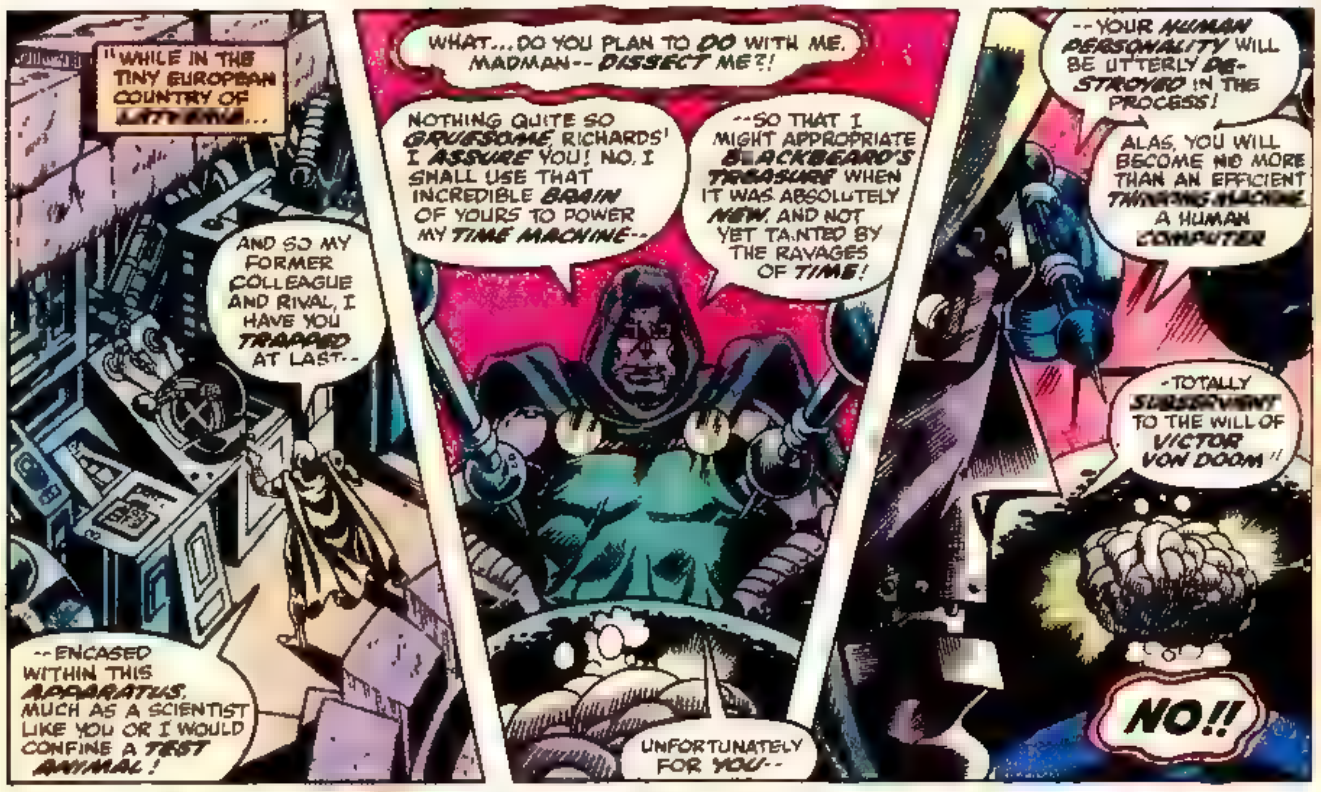
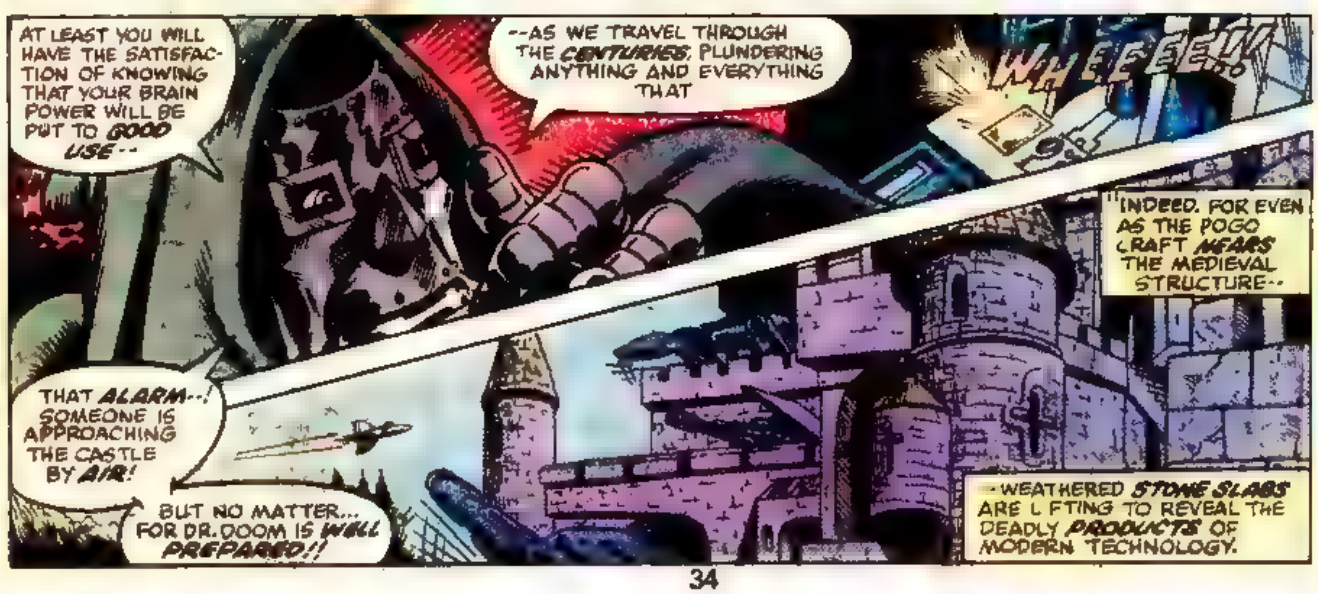

BITTERLY, DRAGONFLY RELATES HOW A FELLOW COLLEGE STUDENT NAMED VON DOOM LOST HIS FACE.. AND PERHAPS HIS SANITY.. DURING A FATEFUL EXPERIMENT.
"ONCE KNOWING THE TRUE NATURE OF THEIR ADVERSARY MANDROID QUICKLY RELATES HIS MOST RECENT EXPERIENCE WITH DR. DOOM
WE'VE GOT TO GO AFTER THEM, BEN .. FOLLOW THAT TRACER JOHNNY PLANTED!
YEAH I'M ALREADY ON MY WAY SUZY DARLIN'..
BUT I CAN'T HELP WONDERIN'.

"EVEN AS THE FANTASTIC FOUR'S POGO PLANE STREAKS ON A DIRECT-LINE COURSE TOWARD LATVERIA--
"--DRAGONFLY'S THOUGHTS ARE HEAVY. ARE SUE STORM'S AFFECTIONS FOR HIM GENUINE?
"OR IS SHE STILL, IN FACT IN LOVE WITH THE PERSONALITY .. THE TRUE ESSENCE OF REED RICHARDS?


"WHILE IN THE TINY EUROPEAN COUNTRY OF LATVERIA...
AND SO MY FORMER COLLEAGUE AND RIVAL, I HAVE YOU TRAPPED AT LAST--
--ENCASED WITHIN THIS APPARATUS, MUCH AS A SCIENTIST LIKE YOU OR I WOULD CONFINE A TEST ANIMAL!
WHAT...DO YOU PLAN TO DO WITH ME, MADMAN-- DISSECT ME?!
NOTHING QUITE SO GRUESOME RICHARDS! I ASSURE YOU! NO, I SHALL USE THAT INCREDIBLE BRAIN OF YOURS TO POWER MY TIME MACHINE--
--SO THAT I MIGHT APPROPRIATE BLACKBEARD'S TREASURE WHEN IT WAS ABSOLUTELY NEW, AND NOT YET TAINTED BY THE RAVAGES OF TIME!
UNFORTUNATELY FOR YOU--
--YOUR HUMAN PERSONALITY WILL BE UTTERLY DESTROYED IN THE PROCESS!
ALAS, YOU WILL BECOME NO MORE THAN AN EFFICIENT THINKING MACHINE, A HUMAN COMPUTER
--TOTALLY SUBSERVIENT TO THE WILL OF VICTOR VON DOOM!!
NO!!


AT LEAST YOU WILL HAVE THE SATISFACTION OF KNOWING THAT YOUR BRAIN POWER WILL BE PUT TO GOOD USE--
--AS WE TRAVEL THROUGH THE CENTURIES, PLUNDERING ANYTHING AND EVERYTHING THAT
WHEEEEE!!
"INDEED. FOR EVEN AS THE POGO CRAFT NEARS THE MEDIEVAL STRUCTURE--
THAT ALARM--! SOMEONE IS APPROACHING THE CASTLE BY AIR!
BUT NO MATTER... FOR DR. DOOM IS WELL PREPARED!!
--WEATHERED STONE SLABS ARE LIFTING TO REVEAL THE DEADLY PRODUCTS OF MODERN TECHNOLOGY.

"AND, NEXT MOMENT--
CAN'T FIND FAULT WITH DOOM'S AIM
BZZAM!
NO?! WELL, WE'RE STILL KICKIN' AIN'T WE?
SOMETHINGS STRANGE HERE! THOSE GUNS HAVE STOPPED FIRING AND...
YEAH I KNOW, I KNOW! IT'S TOO QUIET!
"THEN, AS THE IMPOSING CASTLE DOOR BEGINS TO LOWER LIKE THE BLADE OF A GUILLOTINE...
OBVIOUSLY, DOOMSY'S GOT SOME KINDA TRAP LAID OUT FOR US! SO DO WE TURN TAIL, OR--?
WHAT, AND DIS-APPOINT HIM?
I SUGGEST WE SPLIT UP!
I GET YOU SIS-- AND MAYBE TAKE THE DOC BY SUR-PRISE, HUH?!
GOOD THINKIN'--
--'CEPT I GOT THIS SNEAKIN' FEELIN THAT THERE AIN'T NOTHIN' WE CAN DO IN THIS CASTLE--
--THAT'LL GET THE DROP ON THAT ARMORED CREEPO!
"AND SUSAN STORM PROMPTLY REALIZES THE TRUTH IN HER PARTNER'S WORDS, AS SHE CAUTIOUSLY STEPS WITHIN AN ADJOINING CHAMBER-- ONLY TO DISCOVER...
THOSE DOORS, ON ALL SIDES OF THE ROOM
THEY'RE CLOSING, TRAPPING ME IN HERE!
BUT WITH MY STRETCHING POWERS, I SHOULD BE ABLE TO FIND A VENTILATOR AND SLIP OUTSIDE!
"HER EYES SEARCH THE PREMISES FOR EVEN THE SMALLEST OPENING.
"BUT BEFORE SHE HAS TIME TO FIND SUCH AN AVENUE OF ESCAPE, PANELS SLIDE OPEN AND...
OH, MY GOD-- CONCRETE!!
WITHIN SECONDS ULTRA-WOMAN IS KNEE-DEEP IN THE SUBSTANCE, WHICH IS ALREADY BEGINNING TO HARDEN!
"YET, EVEN AS THE HARDENING FLOOD ENGULFS HER...
GOOD THING CONCRETE COMES EQUIPPED WITH AIR POCKETS! NOW I CAN MAKE MYSELF SUPER-THIN.
--THEN MANEUVER MYSELF TILL I FIND A CRACK UNDER ONE OF THOSE DOORS...
WHEW! I MADE IT--
--BUT I'M WORRIED ABOUT WHAT MIGHT HAPPEN TO JOHNNY, AND BEN!

"AND AT THAT VERY INSTANT...

STILL CAN'T QUIT WORRYIN' ABOUT SUE.. AND HOW SHE'LL FEEL ABOUT ME ONCE WE RESCUE BIG BRAIN!

OR, MAYBE I SHOULDA SAID "IF!"

METAL BARS FLYIN AT ME FROM ALL DIRECTIONS!

YEAH, JUST LIKE I FIGGERED! THIS IS ONE OF DOOM'S NUTTY TRAPS!

WELL, DOC DOOM AIN'T GONNA IMPALE ME WITH HIS DUMB ERECTOR SET--

HEY! NOW IF THIS AIN'T A HOKEY-LOOKIN' ROOM! BETTER WATCH IT 'CAUSE--

--NOT WHEN I GOT THE SPEED AND AGILITY TO FLY AWAY BEFORE ANY OF 'EM CAN HIT ME!

"WHILE ELSEWHERE..

WELL, SO FAR SO GOOD!

I MUST'VE GONE THROUGH A HALF DOZEN OF THESE CORRIDORS--

--AND STILL NOTHING'S HAPPENED!

MAYBE WE OVERRATED THIS DOOM GUY AND-- UH, OH! GUESS AGAIN, MANDY!

MY FEET--

--THEY'RE MAGNETIZED TO THE FLOOR!

WHIRRRRRRR

"THEN, AS THE WALLS SLIDE UP THE MANDROID SEES...

GIANT ROLLERS--

--COMING AT ME FROM BOTH SIDES!!

UNNH!! THERE! I'VE STOPPED THEM! BUT...CAN ALREADY FEEL THE STRAIN INSIDE...

FEEL MY INTERNAL... MECHANISMS... GEARS.. READY TO STRIP...

...BUT IF I CAN HOLD OUT.. JUST A LITTLE LONGER.. KEEP HOLDING BACK THESE UGNNN!!

AND JOHNNY STORM DOES HOLD THEM BACK, JUST LONG ENOUGH--

--TO ABSORB INTO HIS AUTOMATON BODY THE VERY ENERGY WHICH POWERS THE CRUSHING ROLLERS...

FAR OUT! IT'S MAGNETIC POWER! THAT MEANS I CAN REVERSE THE POLARITY--

MUST EXERT JUST A LITTLE MORE OF THIS BORROWED MAGNETISM AND--

AND GET THESE ROLLERS TO REPEL EACH OTHER, BEFORE THEY CAN TURN ME INTO SOMO METAL!

VOILA!! THE MANDROID'S FREE!!

"MOMENTS LATER...

HEY, GROUP! WAIT'LL I TELL YOU WHAT JUST HAPPENED TO ME!

NO NEED TO! I'D GUESS WE WERE ALL CAUGHT IN SOME KIND OF DEADLY TRAP!

YEAH AND WE CAN JAW ABOUT 'EM LATER!

RIGHT NOW WE GOTTA FIND BRAINY-- EVEN IF WE GOTTA TEAR THIS JOINT APART-- BRICK BY STINKIN' BRICK!

"AND AS THE THREESOME BOOMR THE BROODING CASTLE...

IT SHOULD ALREADY BE OVER FOR YOUR FRIENDS, R.CHARDS! NOT EVEN THEY SHOULD BE ABLE TO ESCAPE THE MANY TRAPS WITHIN THESE WALLS!

NOW IT IS TIME TO DEAL WITH YOU - BY SETTING THESE MACHINES INTO MOTION..

MACHINES THAT WILL DESTROY YOUR WILL AND SAP YOUR EVERY IOTA OF MENTAL POWER!

WHAT'S WRONG, RICHARDS?! I DON'T HEAR YOUR PROTESTATIONS ANYMORE!

CAN IT BE THAT THE GREAT "BIG BRAIN" HAS GIVEN UP?

NO EVEN IN HIS SEEMINGLY HELPLESS STATE RICHARDS YET STRUGGLES--

"--FIGHTING, DESPITE THE AGONY, TO GATHER THE POWERS WITHIN HIS MIND--

WELL? HAVE YOU AN ANSWER FOR ME?

"--AND UNLEASH THEM IN FULL FORCE!

AARRRGHH!!

YOU... ATTACK MY VERY... NERVOUS SYSTEM!

BUT YOU FORGET--

--THAT OUR MINDS ARE NEARLY EQUAL REGARDLESS OF YOUR COSMIC "ACCIDENT!"

AND THOUGH YOUR MIND IS NOW STRONGER THAN MINE I CAN STILL RESIST YOU. AND SWITCH ON--

"BUT, AS DOOM'S METAL-GLOVED HAND REACHES FOR THE MACHINE'S MASTER SWITCH..
WHAT'S THIS?!!
LET'S JUST SAY... THE CAVALRY JUST ARRIVED!!
KA-RUNCH!
WE'D HAVE WARNED YOU IN ADVANCE DOOM -- BUT BUGLES ARE SCARCE IN THIS DUMP OF YOURS.
MEBBE SO K.D! BUT THERE'S PLENTY OF THESE KING ARTHUR TYPE WEAPONS LYIN AROUND!
AND I'M ABOUT DUE TO TRY OUT THIS HERE MACE!
HURRY! HE'S ABOUT TO DO SOMETHING... TO REED!!
NOT IF BENJY CAN HELP IT, DOLL! AND WHILE I'M AT IT, LET'S FIND OUT IF DOOM'S ARMOR IS DENT-PROOF!!
JIM GUESS IT IS
KWAMM!
FOOLS!.. UHH...
YOU MIGHT HAVE STUNNED ME WITH THAT BLOW... BUT DO YOU REALLY THINK SO ARCHAIC A WEAPON--
--COULD EVEN SCRATCH THE SECRET ALLOY OF THIS ARMOR?!
OKAY SO DRAGONFLY STRUCK OUT. BIG DEAL!
BUT SUE AND I HAVE A FEW TRICKS UP OUR RESPECTIVE SLEEVES!
YOU THINK SO, ROBOT? THEN UTILIZE THEM
ZAAAKK!
--THAT IS IF YOU CAN!!

I'LL TRY TO CUSHION YOUR BODY JOHNNY-- UGHHHH!!

IF I KNEW JUST WHAT KIND OF ENERGY DOOM'S THROWING AT US -

--THEN I COULD ADAPT MYSELF TO ABSORB IT AND ..

WHOK!

SIS!! YOU OKAY?!

"BUT ULTRA-WOMAN ONLY COLLAPSES UNDER THE FORCE- THROWN MANDROID--

"--A DIVERSION WHICH PERMITS A THIRD MEMBER OF THIS TEAM TO GO INTO ACTION!

DIDN'T LIKE HAVIN TO LEAVE SUZY AND THE KID BACK THERE!

BUT NOW MIGHT BE THE ONLY CHANCE I GET TO SAVE REED!

OKAY FLYBOY IT'S YOUR SHOT NOW! BUT WHAT'RE YOU GONNA DO?!

UGHHHH! NO GO! LOOKS LIKE IT'LL TAKE SOMEBODY STRONGER'N ME TO LIFT THIS FISHBOWL OUTA ITS BASE!

BUT MAYBE IF I CAN'T LIFT THE BLOOMIN' THING, I CAN BUST IT!

AND SEEIN HOW'S I STILL GOT DOOM'S LITTLE NUT-CRACKER

PUT DOWN THAT MACE IF YOU VALUE YOUR LIFE!!

AWWW. GIMME A BREAK WITH THE MELODRAMA DOOMSY!

I SUGGEST THAT BEFORE MAKING PUNY ATTEMPTS AT MOCKERY GRIMM--

ARRGG...

--YOU FIRST EVALUATE YOUR QUALIFICATIONS!

IT IS COUNTER TO LATVERIAN PROTOCOL TO MOCK ONE'S BETTERS!

CONTINUED AFTER NEXT PAGE

YOU GOT A BIG MOUTH SOMEWHERE UNDER THAT FRIGHT MASK OF YOURS, DOOM! WELL, LET'S SEE HOW THOSE METAL PJ'S STAND UP--

--AGAINST A GUY WHO'S ALSO METAL ON THE INSIDE!

YOUR CONSTANT ATTEMPTS AT HEROICS ARE BEGINNING TO BORE ME! THOUGH I'LL ADMIT--

--YOU INTRIGUE ME! AS A MASTER OF ROBOTICS, I'LL BE MOST ANXIOUS TO DISMANTLE YOU...

AND, AS YOU AMERICANS SAY, SEE WHAT MAKES YOU "TICK"!

KEEP MOUTHING OFF LIKE THAT, MISTER! IT'LL MAKE MY WASTING YOU THAT MUCH BETTER!

YOU SHOULDN'T HAVE HURT MY SISTER--'CAUSE NOW YOU'VE MADE ME MAD!

"MAD" IS CORRECT, MY METALLOID FOE--FOR ONLY A MADMAN WOULD TWICE GO AGAINST MY FORCE FIELD!

EXCEPT THIS TIME, I'M NOT GOING TO SLUG THAT FORCE-FIELD! INSTEAD--

--I'M LETTING DOOM MAKE THE FIRST MOVE, AND LET MY FIST BE THE TARGET!!

I JUST HOPE TO GOD THIS WORKS!!

GARRHH--!

CHOOM!

AN IMPRESSIVE BIT OF STRATEGY, MANDROID -- THOUGH YOU PAID A SEVERE PRICE!

YEAH? WELL, IT WAS WORTH AN ARM TO CRIPPLE THAT ARMOR OF YOURS -- AND SHORT-CIRCUIT YOUR FANCY GIZMOS!

ALL RIGHT, DOOM--

--DO WE FINISH WHAT WE STARTED IN THE BAXTER BUILDING?

ONLY THIS TIME LET'S MAKE IT WITHOUT THE GADGETS--

JUST YOU AND ME MAN TO MMMMM....

INDEED. LET US FINISH!

ZRAK!

BUT, YOU'LL FIND THERE IS ENOUGH POWER STILL REMAINING IN MY DAMAGED ARMOR TO DISPOSE OF THE LIKES OF YOU!

"SHOCKED SENSELESS BY THE BLAST, MANDROID NEVER SEES HIS ATTACKER'S BEAM BEGIN TO FADE... THEN VANISH.

"BUT A REVIVED SUE STORM HAS SEEN, AND REACHED THE OBVIOUS CONCLUSION...

YOUR POWERS COMPLETELY EXHAUSTED NOW! ISN'T IT, DOOM?!

ULTRA-WOMAN-- ATTACKING ME WITH A BODY INFLATED MANY TIMES ITS NORMAL SIZE!

I WAS CAREFUL... SHOULD HAVE WATCHED HER!

WHAT YOU SHOULDN'T HAVE DONE IS HURT...OR KILL MY BROTHER!!

FOR THAT, YOU'RE GOING TO PAY!!

I GROW WEARY OF HEARING SUCH THREATS FROM THOSE WHO CANNOT BACK THEM UP!

YOU ARE STILL DAZED, MISS STORM! YOU SHOULD HAVE WAITED BEFORE ATTACKING!

SLAP

UNNNG...!

BECAUSE NOW I CAN DEAL WITH YOU WITH A SIMPLE LASH OF MY BARE HAND!

AND, JUST TO ENSURE THAT YOU DON'T READILY RECOVER, AND USE YOUR POWERS AGAINST ME...!

I DESPISE RAISING MY HAND AGAINST A WOMAN! BUT SHE'S LEFT ME NO CHOICE!

SWIP

KLUG!

SUSAN! DARLING...

"PERHAPS THE SIGHT OF HIS BELOVED FALLING IS SUFFICIENT--

"--TO ENABLE THE BRAIN OF REED RICHARDS TO LUNGE AGAINST THE GLASS--

"--EVEN AS HIS FORMER COLLEAGUE CONTINUES HIS BRUTAL ATTACK--!

"AND WITH EVERY VICIOUS BLOW, RICHARDS' BRAIN LITERALLY PULSATES WITH RAGE--

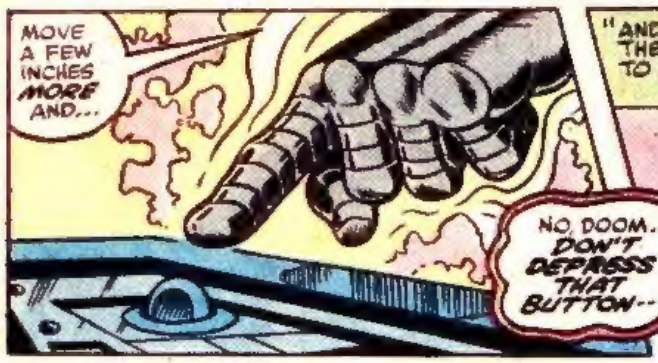
"--CRACKLES WITH ENERGIES ABORNING, AROUSED BY CONFLICTING EMOTIONS...

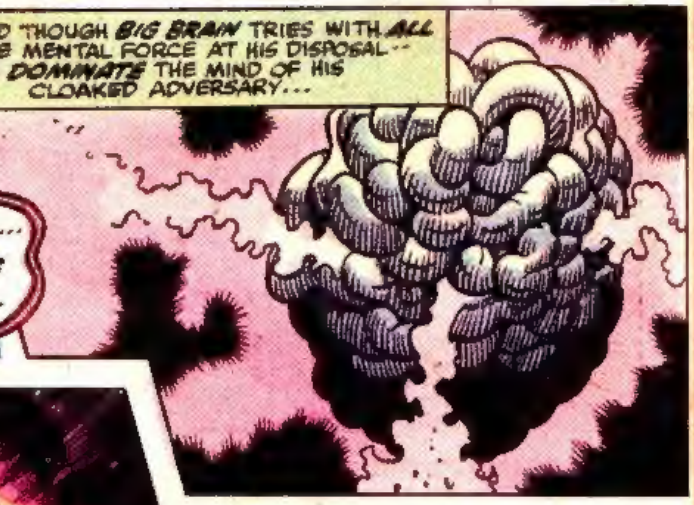
"...LOVE AND HATE!

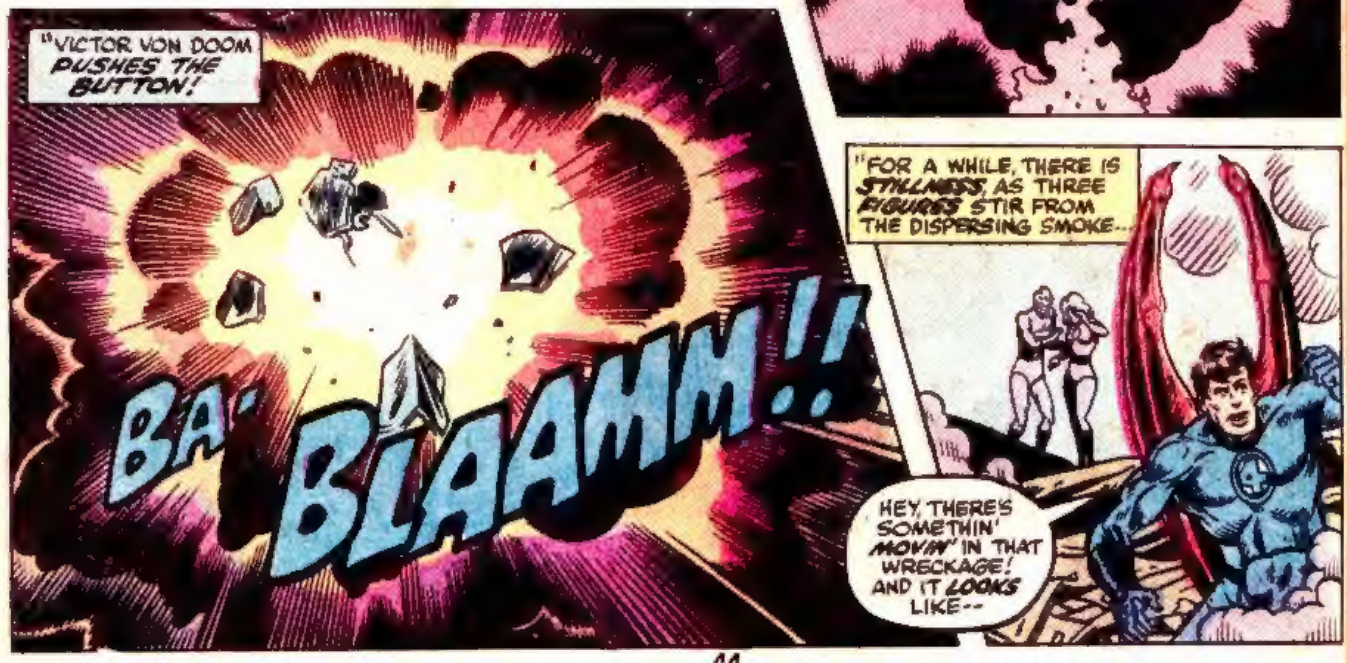
"THEN, STILL THROBBING WITH THE PREVIOUSLY LATENT ENERGIES OF HIS MIND, RICHARDS PERCEIVES A NEARLY EXHAUSTED FIGURE...
I'VE DEFEATED... ALL OF THE FANTASTIC FOUR... EXCEPT ONE!
SO... SHALL WE CONTINUE AS WE WERE--
--BEFORE WE WERE SO RUDELY INTERRUPTED?

NO, DOOM...
ARRGH! A MENTAL BLAST--
--YET MORE POTENT THAN... THAN ANY YOU'VE DEALT ME... BEFORE...

AND I CAN INCREASE MY POWER THREE TIMES, DOOM!!
:UGHHH!: THE TORMENT! ALMOST TOO MUCH TO STAND!
BUT ENDURE IT I SHALL, FOR I AM DOOM! MUST FIGHT THE PAIN--
--STRUGGLE TO REACH MY CONTROL PANEL...


MOVE A FEW INCHES MORE AND...


"AND THOUGH BIG BRAIN TRIES WITH ALL THE MENTAL FORCE AT HIS DISPOSAL-- TO DOMINATE THE MIND OF HIS CLOAKED ADVERSARY...
NO, DOOM... DON'T DEPRESSS THAT BUTTON--


"VICTOR VON DOOM PUSHES THE BUTTON!
BA-BLAAMM!!
"FOR A WHILE, THERE IS STILLNESS, AS THREE FIGURES STIR FROM THE DISPERSING SMOKE...
HEY, THERE'S SOMETHIN' MOVIN' IN THAT WRECKAGE! AND IT LOOKS LIKE--

"AT FIRST, THERE IS THE *INSTINCTIVE* REACTION TO *ATTACK* THE ARMORED FIGURE WHO ARISES BEFORE THEM-- BUT *THEN*--

WAIT, ALL OF YOU! I'M NOT THE *REAL* VICTOR VON DOOM! I'M *REED RICHARDS!*

JUST BEFORE THE *EXPLOSION*, I MANAGED TO SEND *MY MIND* INTO DOOM'S *BODY!*

"QUICKLY, HIS KNOWLEDGE OF *INTIMATE DETAILS* OF HIS COMPANIONS' LIVES CONVINCES THE OTHERS THAT HE SPEAKS THE *TRUTH*...

IT *IS* REED! IT'S *FANTASTIC!*

WELL, WHY *NOT*? HE WAS THE *BIG BRAIN* OF THE OUTFIT--

--AN' WE'RE THE *FANTASTIC FOUR*, RIGHT?

"AND SO, THE FANTASTIC FOUR ARE *RESTORED INTACT* TO THE WORLD-- EVEN AS THE MENACE OF *DR. DOOM* FADES FOREVER INTO THE SHADOWS OF *HISTORY*.

SUE, IT WAS *YOU* WHO GAVE ME MY *NEW NAME*.

FROM THIS DAY FORWARD, I WILL BE-- *MR. FANTASTIC!*

AND SOON, THE *ENTIRE WORLD* WILL BE TALKING ABOUT--

--*THE NEW FANTASTIC FOUR!!*

"AS INDEED THEY *ARE*!"

YOU, READER, ARE PROBABLY ASKING YOURSELF-- DID *THIS* REED RICHARDS AND SUSAN STORM *FIND* EACH OTHER AGAIN, AS ON YOUR *OWN* EARTH?

COULD SUE COME TO LOVE A MAN WHOSE *SCARRED FACE* IS HIDDEN FOR ALL TIME BENEATH A *METAL MASK*?

YOUR OWN REALITY'S *THOMAS LYNCH* ONCE WROTE: "A STRONG AND BEAUTIFUL SOUL WILL *SHOW* ITSELF SUCH--

"--THOUGH ITS *BODY* BE FEEBLE, SICK, OR UNGRACEFUL."

WHATEVER THEIR FATE, THE CHOICE IS *THEIRS* TO MAKE.

MY FATE IS MERELY TO *OBSERVE* NOT TO *INFLUENCE* THE LIVES OF SUCH AS THEY.

I AM, AND EVER *SHALL* BE...

...*THE WATCHER!*

NEXT: WHAT IF A CERTAIN FAMOUS *RADIOACTIVE SPIDER* HAD BEEN THREE PEOPLE *OTHER THAN PETER PARKER*?